

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	:	Case No. 12-12020 (MG)
	:	
Debtors.	:	Jointly Administered
-----X		

**COVER SHEETS FOR FIFTH INTERIM AND FINAL APPLICATION OF
MOELIS & COMPANY LLC FOR COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL
AND NECESSARY EXPENSES INCURRED AS INVESTMENT BANKER TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM MAY 16, 2012 THROUGH DECEMBER 17, 2013**

Name of Applicant:	Moelis & Company LLC
Authorized to provide professional services to:	Official Committee of Unsecured Creditors
Date of retention:	August 30, 2012, <i>nunc pro tunc</i> to May 16, 2012

Fifth Interim Period:

Period for which compensation and reimbursement are sought :	September 1, 2013 through December 17, 2013
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Amount of compensation sought as actual, reasonable, and necessary (including Restructuring Fee): ¹	\$7,525,000.00
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Amount of expense reimbursement sought as actual, reasonable and necessary:	\$5,172.69
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Final Period:

Period for which compensation

¹ In this Final Application, Moelis is requesting allowance of its Restructuring Fee of \$7,750,000 plus monthly fees of \$900,000, less a credit (totaling \$1,125,000 in the aggregate) equal to 50% of Moelis' monthly fees beginning with its tenth full monthly fee. See May 30, 2012 Engagement Letter, ¶ 2(a)(ii).

and reimbursement are sought: May 16, 2012 through December 17, 2013

Amount of compensation sought as
actual, reasonable, and necessary

(including Restructuring Fee): \$14,616,129.03

Amount of expense reimbursement
sought as actual, reasonable and necessary: \$250,527.01

This is a(n): Final Application

If this is not the first application filed, disclose the following for each prior interim application:

Date Interim Fee Application Filed	Period Covered by Interim Fee Application	Requested		Approved	
		Fees	Expenses	Fees (Including Holdback)	Expenses
10/19/2012 [Docket No. 1898]	5/16/12 – 8/31/12	\$1,391,129.03	\$20,194.72	\$1,391,129.03	\$18,318.99
3/14/2013 [Docket No. 3198]	9/1/12 – 12/31/12	\$2,400,000.00	\$197,895.04	\$2,400,000.00	\$195,710.04
8/7/2013 [Docket No. 4564]	1/1/13 – 4/30/13	\$2,100,000.00	\$15,805.11	\$2,100,000.00	\$15,460.79
11/18/2013 [Docket No. 5856]	5/1/13 – 8/31/13	\$1,200,000.00	\$20,364.50	\$1,200,000.00	\$15,864.50

SUMMARY OF PROFESSIONAL TIME AND EXPENSE RECORDS
SEPTEMBER 1, 2013 THROUGH DECEMBER 17, 2013

Schedules of hours and expense disbursements relating to the Fifth Interim Compensation Period (September 1, 2013 through December 17, 2013) are provided as Exhibits B and C to the Final Application.

SUMMARY OF FEE CALCULATIONS
MAY 16, 2012 THROUGH DECEMBER 17, 2013

A summary calculation of the fees requested for the entire Final Compensation Period is provided as Exhibit D to the Final Application.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	:	Case No. 12-12020 (MG)
	:	
Debtors.	:	Jointly Administered
-----X		

**FIFTH INTERIM AND FINAL APPLICATION OF
MOELIS & COMPANY LLC FOR COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF
ACTUAL AND NECESSARY EXPENSES INCURRED AS INVESTMENT
BANKER TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM MAY 16, 2012 THROUGH DECEMBER 17, 2013**

Pursuant to sections 328(a) and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532, as amended (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), General Order M-447 Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (Morris, C.J.) (the “Amended Guidelines”), the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated July 17, 2012 (the “Interim Compensation Order”), Moelis & Company LLC (“Moelis”) as investment banker to the official committee of unsecured creditors (the “Creditors’ Committee”) hereby submits this fifth interim and final application (this “Final Application”) for (A) interim and final allowance of compensation for professional services performed and for reimbursement of actual and necessary expenses incurred during the period commencing September 1, 2013 through and including December 17, 2013 (the “Fifth Interim Compensation Period”), and (B) final allowance of

compensation for professional services performed and for reimbursement of actual and necessary expenses incurred during the period commencing May 16, 2012 through and including December 17, 2013 (the “Final Compensation Period”). In support of this Final Application, Moelis respectfully represents as follows:

BACKGROUND

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

2. The statutory predicates for the relief requested herein are sections 328 and 331 of the Bankruptcy Code, as contemplated by Bankruptcy Rule 2016 and Local Rule 2016-1.

3. On May 14, 2012 (the “Petition Date”), the above-captioned debtors (the “Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code

4. On May 16, 2012, the United States Trustee for the Southern District of New York (the “United States Trustee”) appointed the Creditors’ Committee to represent the interests of all unsecured creditors in these Chapter 11 Cases. The United States Trustee selected the following nine parties to serve as members of the Creditors’ Committee: (i) Wilmington Trust, N.A.; (ii) Deutsche Bank Trust Company Americas; (iii) The Bank of New York Mellon Trust Company, N.A.; (iv) MBIA Insurance Corporation; (v) Rowena L. Drennen; (vi) AIG Asset Management (U.S.), LLC; (vii) U.S. Bank National Association; (viii) Allstate Life Insurance Company; and (ix) Financial Guaranty Insurance Corporation. At a meeting of the Creditors’ Committee held on May 16, 2012, it voted to retain Moelis as its investment banker.

5. On June 27, 2012, the Creditors' Committee filed an application (the "Initial Retention Application") for an order, pursuant to sections 328 and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014 authorizing the Creditors' Committee to retain Moelis as its investment banker, *nunc pro tunc* to May 16, 2012. The Initial Retention Application was approved by order dated August 30, 2012 (the "Initial Retention Order").

6. On August 28, 2012, the Creditors' Committee filed an application (the "Supplemental Retention Application") for an order, pursuant to sections 328 and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014 authorizing the Creditors' Committee to expand the scope of its retention of Moelis, *nunc pro tunc* to August 1, 2012. The Supplemental Retention Application was approved by order dated September 13, 2012 (the "Supplemental Retention Order") and together with the Initial Retention Order, the "Retention Orders"). Copies of the Retention Orders are attached hereto as Exhibit A.

7. The Court approved Moelis' retention as investment banker to the Creditors' Committee under sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016 and Local Rules 2014-1 and 2016-1. The Retention Orders require that Moelis' compensation and expense reimbursement requests be subject to review under the standards set forth in section 328(a) of the Bankruptcy Code, but provides that the Office of the United States Trustee alone is entitled to challenge the reasonableness of Moelis' compensation and expense requests on all grounds, including reasonableness under section 330 of the Bankruptcy Code.

8. The Retention Orders modify Moelis' time-keeping requirements by providing that (a) Moelis' restructuring professionals are required only to keep reasonably-detailed time records in half-hour increments and to submit, with any interim or final fee application, together with the time records, a narrative summary, by project categories as selected by Moelis, of

services rendered, and to identify each professional rendering services and the categories of services rendered, (b) Moelis' non-restructuring professionals and personnel in administrative departments (including legal) are not required to keep any time records, and (c) Moelis is not required to provide or conform to any schedule of hourly rates.

9. This Court confirmed the Debtors' chapter 11 plan by order dated December 11, 2013, and such plan became effective on December 17, 2013.

10. To date, Moelis has received \$14,401,656.04 of fees and expense reimbursements relating to the services it provided during the Final Compensation Period. This amount includes a \$6,850,000 payment that Moelis received on account of its Restructuring Fee on or about the effective date of the chapter 11 plan.¹

11. Moelis' summary time records for the Fifth Interim Compensation Period are annexed hereto as Exhibit B. A detailed description of the expenses incurred during the Fifth Interim Compensation Period is annexed hereto as Exhibit C. Moelis' summary time records and detailed expense descriptions for periods preceding the Fifth Interim Compensation Period were annexed to Moelis' four previous interim fee applications [Docket Nos. 1898, 3198, 4564 & 5856], and are incorporated by reference herein.

**SUMMARY OF SERVICES RENDERED
DURING THE FINAL COMPENSATION PERIOD**

12. In the aggregate, Moelis' restructuring professionals recorded approximately [15,745] hours of services provided during the Final Compensation Period. As a summary,

¹ In this Final Application, Moelis is requesting allowance of its Restructuring Fee of \$7,750,000 plus monthly fees of \$900,000, less a credit (totaling \$1,125,000 in the aggregate) equal to 50% of Moelis' monthly fees beginning with its tenth full monthly fee. See May 30, 2012 Engagement Letter, ¶ 2(a)(ii).

Moelis provided the following investment banking services to the Creditors' Committee during the course of these chapter 11 cases:²

- Participated in meetings with the Creditors' Committee, its counsel and the Debtors;
- Communicated and presented material updates, business developments, diligence findings and analysis to the Creditors' Committee
- Participated in hearings before the court having jurisdiction over this Court and provided relevant testimony;
- Assisted the Creditors' Committee in reviewing and analyzing proposals for any restructuring of the Debtors;
- Assisted the Creditors' Committee in valuing certain of the Debtors' assets;
- Engaged in extensive correspondence and due diligence meetings with the Debtors, the Debtors' advisors and various parties-in-interest;
- Analyzed proposed restructuring alternatives and effects on various creditors;
- Advised on the current state of the capital markets and implications for the Debtors' strategy and broader restructuring initiatives;
- Reviewed and analyzed the proposed DIP financing facilities;
- Reviewed and analyzed the stalking horse bids for the Platform Assets and Whole Loan Assets;
- Assisted the Debtors in providing Qualified Bidders with due diligence access for

² This summary is not intended to be a complete description of all the work Moelis has performed during the Compensation Period, but rather is a guideline offered to the Court and other interested parties with respect to the services performed by Moelis. Terms not defined have the same definition as defined in: (1) the Moelis engagement letter, (2) Order Under 11 U.S.C. §§ 105, 363(b) and 365 (i) Authorizing and Approving Sale Procedures, Including Payment of Break-up Fees; (ii) Scheduling Bid Deadline, Auction (If Necessary) and Sale Hearing; (iii) Establishing Assumption and Assignment Procedures, Including Procedures for Fixing Cure Amounts; and (iv) Establishing Notice Procedures and Approving Forms Of Notice, as amended and filed on June 28, 2012 (Dkt. No. 538), and (3) Notice of Bid Deadline and Sale Hearing to Sell FHA Loans Pursuant to Mortgage Loan Purchase and Interim Servicing Agreement, as filed on January 17, 2013 (Dkt. No. 2658).

the Platform Assets and Whole Loan Assets;

- Reviewed and analyzed Qualified Bidder Bid Proposals submitted on or prior to the Bid Deadline;
- Assisted the Creditors' Committee in reviewing and analyzing the Successful Bidders following the Auctions;
- Advised the Creditors' Committee with respect to financial matters related to RMBS Claims;
- Assisted with research and collection of RMBS information, including CoreLogic information management;
- Assisted the Creditors' Committee in developing loss curves necessary for the evaluation of RMBS related lifetime losses;
- Assisted in the various mediation sessions;
- Reviewed and analyzed proposed wind down plans for the Debtors' estates;
- Reviewed and analyzed the Sale Procedures for the sale of certain FHA Loans by the Debtors;
- Assisted in the investigation of selected transactions between Ally Financial Inc. and the Debtors;
- Provided litigation support in the JSN Adversary Proceeding;
- Assisted in drafting and negotiating Plan Support Agreement;
- Assisted in drafting and negotiating the Disclosure Statement and Plan of Reorganization; and
- General administrative matters including, but not limited to, retention matters, addressing questions of individual members of the Creditors' Committee, Chapter 11

procedures, communications and administrative functions and other matters not falling into any of the aforementioned services listed above.

**SUMMARY OF DISBURSEMENTS
DURING THE INTERIM PERIOD**

13. The expenses incurred by Moelis include (but are not limited to) long distance telephone calls, overnight delivery, travel expenses, local messenger service, meals, facsimiles, postage, duplicating and financial research charges, all of which Moelis normally bills to its non-bankruptcy clients at rates calculated to compensate Moelis for only the actual cost of the expense. Moelis has made reasonable efforts to minimize its disbursements in these cases. The expenses incurred in the rendition of professional services were necessary, reasonable and justified under the circumstances to serve the needs of the Creditors' Committee.

14. The expenses incurred by Moelis also include the fees and expenses of its outside legal counsel relating to Moelis' fee applications and statements. Paragraph 6(c)(ii) of the August 30, 2012 Order authorizing Moelis' retention [Docket No. 1315] and Paragraph 9 of the September 13, 2012 Order authorizing the expanded scope of Moelis' retention [Docket No. 1432] permit Moelis to request reimbursement of the fees and expenses of its outside counsel in respect of the preparation and prosecution of Moelis' fee applications. Invoices for Moelis' outside legal counsel are included in Exhibit C hereto.³

15. Moelis believes that this Final Application, together with the attachments hereto, substantially complies in all material respects with the guidelines set out in the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and the Retention Order (to the extent compliance has not been waived). To the extent this Final Application does not comply in every respect with these

³ Consistent with this Court's admonitions that it will not approve legal fees relating to responding to the United States Trustee's comments on interim fee applications, Moelis does not seek reimbursement of its outside legal counsel's fees relating to responding to the United States Trustee's comments on interim fee applications.


requirements of these guidelines and the Retention Order, Moelis respectfully requests a waiver for any such technical non-compliance.

16. While Moelis' requested compensation is subject to review and approval by this Court under the standards set forth in section 328 of the Bankruptcy Code, it is respectfully submitted that the amount requested by Moelis is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

WHEREFORE, Moelis respectfully requests that this Court enter an order allowing (A) interim and final allowance of compensation for professional services performed and reimbursement of actual and necessary expenses incurred during the period commencing September 1, 2013 through and including December 17, 2013 and (B) final allowance of compensation for professional services performed and reimbursement of actual and necessary expenses incurred during the period commencing May 16, 2012 through and including December 17, 2013. Moelis also respectfully requests that it be granted such other and further relief as the Court may deem just and proper.

Dated: March 3, 2014
New York, New York

MOELIS & COMPANY LLC

By: 
Name: Jared J. Dermont
Title: Managing Director

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	:	Case No. 12-12020 (MG)
	:	
Debtors.	:	Jointly Administered
-----X		

**CERTIFICATION OF COMPLIANCE WITH
GUIDELINES FOR FEES AND DISBURSEMENTS FOR
PROFESSIONALS IN SOUTHERN DISTRICT OF NEW YORK BANKRUPTCY CASES**

Jared J. Dermont certifies that:

1. I am a managing director of Moelis & Company LLC ("Moelis"), investment banker to the official committee of unsecured creditors (the "Creditors' Committee") in the above-captioned chapter 11 cases. This certification is made pursuant to General Order M-447 Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (Morris, C.J.) (the "Amended Guidelines"), in support of Moelis' final fee application (the "Final Application").

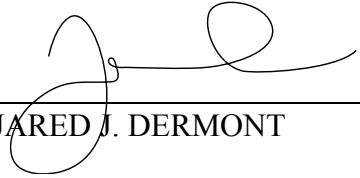
2. I have read the Final Application and, to the best of my knowledge, information and belief, formed after reasonable inquiry, (a) the fees and disbursements sought in the Final Application comply with the Amended Guidelines and the United States Trustee's promulgated guidelines (together, the "Fee Guidelines") to the extent compliance has not been waived, (b) except to the extent that fees or disbursements are prohibited by the Fee Guidelines, the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by Moelis and generally accepted by Moelis' clients, (c) in seeking reimbursement of an expense in the Final Application, Moelis does not make a profit on that expenditure, whether it is performed by Moelis in-house or through a third party, (d) Moelis has provided the U.S. Trustee,

the Debtors and the Creditors' Committee with monthly fee statements for the fees and expenses requested in the Final Application and (e) Moelis has not provided the U.S. Trustee, the Debtors or the Creditors' Committee with a copy of the Final Application at least fourteen days before the filing deadline for the Final Application, but I understand that a copy of the Final Application will be provided to such parties at least twenty (20) days before the date set by this Court for a hearing on the Final Application.

3. To the extent required by section 504 of the Bankruptcy Code, there is no agreement or understanding between Moelis and any other person, other than the principals and employees of Moelis, for the sharing of compensation to be received for services rendered in these chapter 11 cases.

WHEREFORE, I declare that the above is true and correct to the best of my knowledge,
information and belief.

Dated: March 3, 2014



JARED J. DERMONT

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11
:
RESIDENTIAL CAPITAL, LLC, et al., : Case No. 12-12020 (MG)
:
Debtors. : Jointly Administered
-----X

**ORDER AUTHORIZING THE EMPLOYMENT AND
RETENTION OF MOELIS & COMPANY LLC AS INVESTMENT BANKER TO
THE COMMITTEE NUNC PRO TUNC TO MAY 16, 2012**

Upon the application (the “**Application**”)¹ of the Committee for entry of an order (the “**Order**”) pursuant to sections 328(a) and 1103 of the Bankruptcy Code, Rules 2014(a) and 2016 of the Bankruptcy Rules and Rules 2014-1 and 2016-1 of the Local Rules, authorizing the Committee to retain and employ Moelis & Company LLC (“**Moelis**”) as its investment banker in accordance with the terms and conditions set forth in the Engagement Letter, *nunc pro tunc* to May 16, 2012, as described in the Application and the Dermont Declaration; and the Court having jurisdiction to consider the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application being adequate and appropriate under the particular circumstances having been given; and a hearing having been held to consider the relief requested by the Application (the “**Hearing**”); and upon consideration of the Application, the Dermont Declaration, the supplemental declaration of Jared Dermont in further support of the Application (the “**Supplemental Dermont**”

¹ Capitalized Terms used and not otherwise defined herein shall have the meanings set forth for such terms in the Application.



Declaration”), the record of the Hearing and all proceedings had before the Court; and the Court having found and determined that the relief sought in the Application is in the best interests of the Committee, the Debtors’ estates, their creditors and other parties in interest, and that the legal and factual bases set forth in the Application and the Dermont Declaration establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and the Court being satisfied based on the representations made in the Application and the Dermont Declaration, and the Court hereby finds, that (a) Moelis does not represent in connection with these chapter 11 cases any other party having an adverse interest to the Committee or the Debtors and (b) Moelis is eligible for retention by the Committee pursuant to sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is granted to the extent provided herein.
2. The provisions set forth in the Engagement Letter (and all attachments thereto) are hereby approved, except as otherwise expressly provided herein to the contrary. In accordance with sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1, the Committee is authorized to employ and retain Moelis in accordance with the terms and conditions set forth in the Engagement Letter, *nunc pro tunc* to May 16, 2012.
3. Subject to Paragraphs 4 and 6 of this Order, all of Moelis’ fees and reimbursement of expenses under the Engagement Letter, and the indemnification, contribution and reimbursement provisions of the Engagement Letter, are all hereby approved pursuant to section 328(a) of the Bankruptcy Code. The Debtors are authorized and directed to perform their payment, indemnification, contribution and reimbursement obligations and its non-monetary

obligations under the Engagement Letter, except as otherwise expressly provided herein. Subject to Paragraphs 4 and 6 of this Order, all compensation, reimbursement of expenses, indemnification, contribution and reimbursement to Moelis and any Indemnified Person (as defined in the Engagement Letter) under the Engagement Letter shall be subject to review only pursuant to the standards set forth in section 328(a) of the Bankruptcy Code, and shall not be subject to any other standard of review including but not limited to that set forth in section 330 of the Bankruptcy Code.

4. Notwithstanding anything in this Order to the contrary, the United States Trustee for the Southern District of New York shall retain all rights to respond or object to Moelis' interim and final applications for compensation and reimbursement of expenses on all grounds, including, but not limited to, reasonableness, pursuant to section 330 of the Bankruptcy Code, and in the event the U.S. Trustee objects, the Court retains the right to review such interim and final applications pursuant to section 330 of the Bankruptcy Code.

5. Moelis will file applications for interim and final allowance of compensation and reimbursement of expenses pursuant to the procedures set forth in sections 330 and 331 of the Bankruptcy Code and such Bankruptcy Rules as may then be applicable, from time to time, and such procedures as may be fixed by order of this Court; *provided, however*, that the requirements of the Bankruptcy Code, the Bankruptcy Rules, the Trustee Guidelines and Local Rule 2016-1 and any other compensation procedures adopted by this Court are hereby modified such that (a) Moelis' restructuring professionals shall be required only to keep reasonably-detailed time records in half-hour increments and to submit, with any interim or final fee application, together with the time records, a narrative summary, by project categories as selected by Moelis, of services rendered and will identify each professional rendering services and the categories of

services rendered, (b) Moelis' non-restructuring professionals and personnel in administrative departments (including legal) shall not be required to keep any time records, and (c) Moelis shall not be required to provide or conform to any schedule of hourly rates.

6. The indemnification, contribution and reimbursement provisions of Annex A to the Engagement Letter are approved, subject to the following:

- a. All requests by Indemnified Persons for the payment of indemnification as set forth in the Engagement Letter shall be made by means of an application (interim or final as the case may be) and shall be subject to review by the Court to ensure that payment of such indemnity conforms to the terms of the Engagement Letter and is reasonable based upon the circumstances of the litigation or settlement in respect of which indemnity is sought, provided, however, that in no event shall an Indemnified Person be indemnified in the case of its own bad-faith, self-dealing, breach of fiduciary duty (if any), gross negligence or willful misconduct.
- b. In the event that an Indemnified Person seeks reimbursement from the Debtors for reasonable attorneys' fees in connection with a request by Moelis for payment of indemnity pursuant to the Engagement Letter, as modified by this Order, the invoices and supporting time records from such attorneys shall be included in Moelis' own application (interim or final as the case may be) and such invoices and time records shall be subject to the Fee Guidelines and the approval of the Court under the standards of sections 330 and 331 of the Bankruptcy Code without regard to whether such attorney has been retained under section 327 of the Bankruptcy Code and without regard to whether such attorneys' services satisfy section 330(a)(3)(C) of the Bankruptcy Code.
- c. Indemnified Persons shall not be entitled to reimbursement by the Debtors for any fees, disbursements and other charges of their counsel other than (i) those incurred in connection with a request for payment of indemnity and (ii) the fees and expenses of Moelis' outside counsel in respect of the preparation and prosecution of Moelis' fee applications in these chapter 11 cases to the extent approved by the Court. The invoices and supporting time records from such attorneys shall be included in Moelis' own application (both interim and final) and such invoices and time records shall be subject to the Fee Guidelines and the approval of the Court under the standards of sections 330 and 331 of the Bankruptcy Code without regard to whether such attorney has been retained under

section 327 of the Bankruptcy Code and without regard to whether such attorneys' services satisfy section 330(a)(3)(C) of the Bankruptcy Code.

7. The second sentence of paragraph 6 (on page 5) of the Engagement Letter is hereby deleted.

8. Notwithstanding anything to the contrary in the Engagement Letter, the Application, the Dermont Declaration, or the Supplemental Dermont Declaration, any Restructuring Fee that would otherwise be earned and payable upon the consummation of a Restructuring under the terms of the Engagement Letter shall continue to be earned upon consummation but shall not be paid until the effective date of a confirmed plan in the Chapter 11 Cases.

9. Notwithstanding anything herein to the contrary, this Order shall not modify or affect the terms and provisions of, nor the rights and obligations under, (a) the Board of Governors of the Federal Reserve System Consent Order, dated April 13, 2011, by and among Ally Financial Inc. ("AFI"), Ally Bank, ResCap, GMAC Mortgage, LLC, the Board of Governors of the Federal Reserve System, and the Federal Deposit Insurance Corporation, (b) the consent judgment entered April 5, 2012 by the District Court for the District of Columbia, dated February 9, 2012, (c) the Order of Assessment of a Civil Money Penalty Issued Upon Consent Pursuant to the Federal Deposit Insurance Act, as amended, dated February 10, 2012, and (d) all related agreements with AFI and Ally Bank and their respective subsidiaries and affiliates.

10. In the event of a conflict between the Engagement Letter, the Application, and the express terms of this Order, the express terms of this Order shall govern.

11. The Committee and Moelis are authorized and empowered to take all actions necessary to implement the relief granted in and pursuant to this Order.

12. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

13. Notwithstanding any provision to the contrary in the Application or the Engagement Letter, the Court shall retain jurisdiction to hear and to determine all matters arising from or related to implementation of this Order.

Dated: August 30, 2012
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: : Chapter 11
: :
RESIDENTIAL CAPITAL, LLC, et al., : Case No. 12-12020 (MG)
: :
Debtors. : Jointly Administered
-----X

**ORDER AUTHORIZING THE EXPANDED SCOPE OF
RETENTION OF MOELIS & COMPANY LLC AS INVESTMENT BANKER TO
THE COMMITTEE NUNC PRO TUNC TO AUGUST 1, 2012**

Upon the application (the “**Supplemental Application**”)¹ of the Committee for entry of an order (the “**Order**”) pursuant to sections 328(a) and 1103 of the Bankruptcy Code, Rules 2014(a) and 2016 of the Bankruptcy Rules and Rules 2014-1 and 2016-1 of the Local Rules, authorizing the Committee to expand the scope of retention of Moelis & Company LLC (“**Moelis**”) as its investment banker in accordance with the terms and conditions set forth in the Supplemental Engagement Letter, *nunc pro tunc* to August 1, 2012, as described in the Supplemental Application and the Dermont Declaration; and the Court having jurisdiction to consider the Supplemental Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Supplemental Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Supplemental Application being adequate and appropriate under the particular circumstances having been given; and a hearing having been held to consider the relief requested by the Supplemental Application (the “**Hearing**”); and upon consideration of the Supplemental

¹ Capitalized terms used and not otherwise defined herein shall have the meanings set forth for such terms in the Supplemental Application.



Application, the Dermont Declaration, the record of the Hearing and all proceedings had before the Court; and the Court having found and determined that the relief sought in the Supplemental Application is in the best interests of the Committee, the Debtors' estates, their creditors and other parties in interest, and that the legal and factual bases set forth in the Supplemental Application and the Dermont Declaration establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and the Court being satisfied based on the representations made in the Supplemental Application and the Dermont Declaration, and the Court hereby finds, that (a) Moelis does not represent in connection with these chapter 11 cases any other party having an adverse interest to the Committee or the Debtors and (b) Moelis is eligible for retention by the Committee pursuant to sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Supplemental Application is granted to the extent provided herein.
2. Moelis shall use its best efforts to avoid any duplication of services provided by any of the Committee's other retained professionals in these Chapter 11 cases.
3. If the Committee requests that Moelis provide additional advice on matters substantially associated with the subject matter of Moelis' retention but not specifically enumerated in the Supplemental Application, Moelis shall advise the US Trustee and the Debtors to the extent possible of such additional matters.
4. The provisions set forth in the Supplemental Engagement Letter (and all attachments thereto) are hereby approved, except as otherwise expressly provided herein to the contrary. In accordance with sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy

Rule 2014 and Local Rule 2014-1, the Committee is authorized to expand the scope of retention of Moelis in accordance with the terms and conditions set forth in the Supplemental Engagement Letter, *nunc pro tunc* to August 1, 2012.

5. Subject to Paragraphs 7 and 9 of this Order, all of Moelis' fees and reimbursement of expenses under the Supplemental Engagement Letter, and the indemnification, contribution and reimbursement provisions of the Initial Engagement Letter, are all hereby approved pursuant to section 328(a) of the Bankruptcy Code. The Debtors are authorized and directed to perform their payment, indemnification, contribution and reimbursement obligations and its non-monetary obligations under the Supplemental Engagement Letter, except as otherwise expressly provided herein. Subject to Paragraphs 7 and 9 of this Order, all compensation, reimbursement of expenses, indemnification, contribution and reimbursement to Moelis and any Indemnified Person (as defined in the Initial Engagement Letter) under the Supplemental Engagement Letter shall be subject to review only pursuant to the standards set forth in section 328(a) of the Bankruptcy Code, and shall not be subject to any other standard of review including but not limited to that set forth in section 330 of the Bankruptcy Code.

6. Moelis is hereby authorized to request reimbursement of CoreLogic Solutions, LLC's fees and expenses in Moelis' own monthly statements and fee applications. The Debtors are hereby authorized and directed to indemnify CoreLogic Solutions, LLC and its personnel on the same terms and conditions as the indemnity contained in the Initial Engagement Letter and any modification thereto contained in the Original Retention Order (defined below). For the avoidance of doubt, CoreLogic Solutions, LLC and its indemnified persons shall not be entitled to indemnification in the case of their own bad-faith, self-dealing, breach of fiduciary duty (if any), gross negligence or willful misconduct.

7. The United States Trustee retains all rights to object to Moelis' interim and final fee applications (including its Monthly Fee, its Restructuring Fee and expense reimbursements) on all grounds including, but not limited to, the reasonableness standard provided for in section 330 of the Bankruptcy Code and solely in adjudicating any objection filed by the United States Trustee, the Court retains the right to review the interim and final applications pursuant to section 330 of the Bankruptcy Code.

8. Moelis will file applications for interim and final allowance of compensation and reimbursement of expenses pursuant to the procedures set forth in sections 330 and 331 of the Bankruptcy Code and such Bankruptcy Rules as may then be applicable, from time to time, and such procedures as may be fixed by order of this Court; *provided, however*, that the requirements of the Bankruptcy Code, the Bankruptcy Rules, the Trustee Guidelines and Local Rule 2016-1 and any other compensation procedures adopted by this Court are hereby modified such that (a) Moelis' restructuring professionals shall be required only to keep reasonably-detailed time records in half-hour increments and to submit, with any interim or final fee application, together with the time records, a narrative summary, by project categories as selected by Moelis, of services rendered and will identify each professional rendering services and the categories of services rendered, (b) Moelis' non-restructuring professionals and personnel in administrative departments (including legal) shall not be required to keep any time records, and (c) Moelis shall not be required to provide or conform to any schedule of hourly rates.

9. The indemnification, contribution and reimbursement provisions of the Supplemental Engagement Letter (which references the Initial Engagement Letter), including any indemnification of CoreLogic Solutions, LLC, are approved, subject to the modifications set forth in Paragraph 6 of the Order Authorizing the Employment and Retention of Moelis &

Company LLC as Investment Banker to the Committee *Nunc Pro Tunc* to May 16, 2012, entered on August 30, 2012 [Docket N. 1315] (the “**Original Retention Order**”).

10. Notwithstanding anything herein to the contrary, this Order shall not modify or affect the terms and provisions of, nor the rights and obligations under, (a) the Board of Governors of the Federal Reserve System Consent Order, dated April 13, 2011, by and among Ally Financial Inc. (“**AFI**”), Ally Bank, ResCap, GMAC Mortgage, LLC, the Board of Governors of the Federal Reserve System, and the Federal Deposit Insurance Corporation, (b) the consent judgment entered April 5, 2012 by the District Court for the District of Columbia, dated February 9, 2012, (c) the Order of Assessment of a Civil Money Penalty Issued Upon Consent Pursuant to the Federal Deposit Insurance Act, as amended, dated February 10, 2012, and (d) all related agreements with AFI and Ally Bank and their respective subsidiaries and affiliates.

11. In the event of a conflict between the Supplemental Engagement Letter, the Supplemental Application, and the express terms of this Order, the express terms of this Order shall govern.

12. The Committee and Moelis are authorized and empowered to take all actions necessary to implement the relief granted in and pursuant to this Order.

13. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

14. Notwithstanding any provision to the contrary in the Supplemental Application or the Supplemental Engagement Letter, the Court shall retain jurisdiction to hear and to determine all matters arising from or related to implementation of this Order.

Dated: September 13, 2012
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

EXHIBIT B

ResCap

Summary of Hours

Category	2012								2013												Total
	May	Jun.	Jul.	Aug.	Sept.	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Apr.	May	Jun.	Jul.	Aug.	Sept.	Oct.	Nov.	Dec.	
UCC Meetings / Calls	61.0	219.5	165.0	106.0	87.0	135.0	127.5	133.5	182.5	107.5	191.0	158.5	40.0	89.0	76.0	118.0	77.0	121.0	80.5	56.0	2,331.5
Other Meetings / Calls	85.0	123.5	141.0	70.5	70.0	117.0	155.5	126.5	219.0	167.0	78.0	169.5	360.0	170.0	118.0	64.5	30.0	28.5	71.5	51.5	2,416.5
Case Administration	44.5	36.0	--	56.5	29.0	17.5	48.0	53.0	24.0	33.0	52.0	18.5	18.5	26.0	34.0	25.0	44.5	18.0	36.0	30.0	644.0
Court Hearings / Filings / Depositions	--	115.0	19.5	31.0	67.0	133.0	19.5	16.0	18.0	18.0	81.0	36.0	16.0	38.0	42.0	46.0	71.5	174.0	122.0	28.0	1,091.5
Financial Analysis / Modeling / Internal Materials	266.0	168.5	244.5	132.0	159.0	177.5	147.0	190.0	206.0	113.5	81.0	239.5	97.0	130.5	180.0	157.0	144.5	122.5	137.5	97.5	3,191.0
RMBS Litigation Support	--	--	181.0	876.0	830.5	531.0	403.0	108.0	187.5	230.0	171.0	167.0	164.0	24.0	--	--	--	--	--	--	3,873.0
General Other	174.0	203.5	77.0	79.5	88.0	70.0	113.0	118.5	121.5	95.5	50.0	26.0	165.0	283.5	153.0	99.0	90.5	84.0	65.5	40.0	2,197.0
TOTAL	630.5	866.0	828.0	1,351.5	1,330.5	1,181.0	1,013.5	745.5	958.5	764.5	704.0	815.0	860.5	761.0	603.0	509.5	458.0	548.0	513.0	303.0	15,744.5

ResCap

Summary of Hours

	J. Dermont	Y. Rozov	P. Shiu	L. Parsons	B. Klein	S. Hasan	A. Waldman	A. Gibler	Total
	Managing Director	Managing Director	Managing Director	Senior Advisor	Managing Director	Vice President	Associate	Analyst	
Month									
May 2012	119.0	36.5	-	52.0	29.0	130.5	-	-	630.5
June 2012	133.0	67.0	17.0	79.0	47.5	177.0	140.5	-	866.0
July 2012	97.5	65.0	74.0	118.0	27.5	148.0	139.5	-	828.0
August 2012	145.0	100.0	171.0	166.0	33.5	216.0	195.0	40.0	1,351.5
September 2012	147.5	105.5	141.5	150.5	64.5	196.5	127.0	158.0	1,330.5
October 2012	153.5	81.0	80.5	150.5	92.0	195.5	158.5	184.0	1,181.0
November 2012	120.5	79.5	50.5	123.0	90.0	170.5	159.0	181.5	1,013.5
December 2012	85.0	47.0	-	107.0	69.0	158.5	117.0	162.0	745.5
January 2013	129.0	102.0	47.5	121.0	82.5	193.5	98.0	185.0	958.5
February 2013	72.0	83.5	48.0	96.5	69.5	161.0	83.0	151.0	764.5
March 2013	69.0	71.0	64.0	89.5	78.0	131.0	85.0	116.5	704.0
April 2013	94.5	68.0	59.0	84.5	102.5	139.0	119.5	148.0	815.0
May 2013	98.0	49.0	55.0	91.5	137.0	69.0	176.5	184.5	860.5
June 2013	70.5	52.5	18.0	78.5	120.5	125.0	154.0	142.0	761.0
July 2013	62.0	57.0	-	60.0	93.0	101.5	114.0	115.5	603.0
August 2013	54.5	31.0	-	44.5	88.0	59.5	112.5	119.5	509.5
September 2013	66.5	54.0	-	59.0	71.5	65.5	68.0	73.5	458.0
October 2013	79.5	52.0	-	61.5	75.5	93.5	89.0	97.0	548.0
November 2013	77.5	38.5	-	46.5	83.0	50.0	112.5	105.0	513.0
December 2013	31.0	18.0	-	16.0	46.5	29.5	82.0	80.0	303.0
Total	1,905.0	1,258.0	826.0	1,795.0	1,500.5	2,610.5	2,330.5	2,243.0	15,744.5

ResCap

Summary of Hours - September 2013

Date	J. Dermont	Y. Rozov	L. Parsons	B. Klein	S. Hasan	A. Waldman	A. Gibler	Total
	Managing Director	Managing Director	Senior Advisor	Managing Director	Vice President	Associate	Analyst	
Sep-13								
9/1	-	-	-	-	-	-	-	-
9/2	-	-	-	-	-	-	-	-
9/3	2.5	2.5	2.5	6.5	2.5	6.5	6.5	29.5
9/4	5.0	3.0	5.0	5.0	5.0	4.5	4.5	32.0
9/5	-	-	-	-	-	-	-	-
9/6	7.5	2.5	2.5	5.0	2.5	5.0	7.5	32.5
9/7	-	-	-	-	-	-	-	-
9/8	-	-	-	-	-	-	-	-
9/9	-	-	-	-	-	-	-	-
9/10	4.0	2.5	3.0	2.5	4.0	1.0	0.5	17.5
9/11	8.5	5.5	5.5	7.0	5.5	7.0	7.5	46.5
9/12	3.0	3.0	3.0	4.5	3.0	4.5	4.5	25.5
9/13	5.5	1.5	3.0	7.5	4.5	5.5	5.5	33.0
9/14	-	-	-	-	-	-	-	-
9/15	-	2.5	-	2.5	-	-	-	5.0
9/16	3.0	3.0	1.0	3.0	-	2.0	-	12.0
9/17	0.5	0.5	3.0	0.5	3.0	-	-	7.5
9/18	1.0	1.0	1.0	1.0	1.0	1.0	-	6.0
9/19	2.0	2.0	2.0	2.0	2.0	2.0	-	12.0
9/20	-	-	-	-	-	-	-	-
9/21	4.0	4.0	4.0	4.0	4.0	4.0	4.0	28.0
9/22	-	-	-	-	-	-	-	-
9/23	-	-	1.0	1.0	2.5	5.0	7.5	17.0
9/24	5.5	6.0	6.0	9.5	9.5	9.5	10.0	56.0
9/25	3.0	3.0	3.0	3.0	3.0	3.0	3.0	21.0
9/26	-	-	-	-	-	-	-	-
9/27	7.0	7.0	9.0	5.0	9.0	4.5	7.0	48.5
9/28	2.5	2.5	2.5	-	2.5	-	2.5	12.5
9/29	-	-	-	-	-	-	-	-
9/30	2.0	2.0	2.0	2.0	2.0	3.0	3.0	16.0
September	66.5	54.0	59.0	71.5	65.5	68.0	73.5	458.0

ResCap

Summary of Hours - October 2013

Date	J. Dermont	Y. Rozov	L. Parsons	B. Klein	S. Hasan	A. Waldman	A. Gibler	Total
	Managing Director	Managing Director	Senior Advisor	Managing Director	Vice President	Associate	Analyst	
Oct-13								
10/1	2.0	3.0	3.0	2.0	3.0	2.0	3.0	18.0
10/2	8.0	3.0	4.0	8.0	4.0	5.5	5.5	38.0
10/3	2.0	-	-	3.0	5.5	2.5	5.5	18.5
10/4	4.0	-	-	4.0	-	3.0	1.0	12.0
10/5	-	-	-	-	-	-	-	-
10/6	-	-	-	-	-	-	-	-
10/7	4.0	-	-	1.5	1.5	1.5	1.5	10.0
10/8	1.0	1.0	1.0	1.0	1.0	1.0	1.0	7.0
10/9	10.0	8.0	9.0	10.0	9.0	9.0	9.0	64.0
10/10	-	-	2.0	-	-	-	4.0	6.0
10/11	2.0	2.0	2.0	2.0	2.0	2.0	-	12.0
10/12	-	-	-	-	-	-	-	-
10/13	2.0	2.0	-	-	3.0	1.0	3.0	11.0
10/14	-	-	-	-	-	-	-	-
10/15	5.0	5.0	5.0	7.0	7.0	9.0	5.0	43.0
10/16	5.0	5.0	5.0	5.0	5.0	10.0	8.0	43.0
10/17	4.0	4.0	4.0	4.0	7.0	7.0	7.0	37.0
10/18	2.0	2.0	2.0	2.0	2.0	5.0	3.0	18.0
10/19	-	-	-	-	-	-	-	-
10/20	-	-	-	-	-	-	-	-
10/21	2.0	-	-	-	2.0	-	-	4.0
10/22	2.5	-	-	2.0	6.0	-	2.5	13.0
10/23	9.0	7.0	7.0	10.0	10.0	10.0	8.0	61.0
10/24	10.0	4.0	5.0	9.5	9.0	9.0	10.0	56.5
10/25	1.5	1.5	1.5	-	4.5	5.0	5.0	19.0
10/26	-	-	-	-	-	2.0	2.0	4.0
10/27	-	-	-	-	-	-	-	-
10/28	-	-	-	-	-	-	-	-
10/29	-	3.0	4.0	-	5.0	-	2.0	14.0
10/30	1.5	1.5	6.0	1.5	7.0	4.5	7.0	29.0
10/31	2.0	-	1.0	3.0	-	-	4.0	10.0
October	79.5	52.0	61.5	75.5	93.5	89.0	97.0	548.0

ResCap

Summary of Hours - November 2013

Date	J. Dermont	Y. Rozov	L. Parsons	B. Klein	S. Hasan	A. Waldman	A. Gibler	Total
	Managing Director	Managing Director	Senior Advisor	Managing Director	Vice President	Associate	Analyst	
Nov-13								
11/1	5.5	5.0	4.0	4.0	2.0	2.0	1.0	23.5
11/2	-	-	-	-	-	-	-	-
11/3	4.5	2.0	8.0	4.0	8.0	4.0	6.0	36.5
11/4	3.0	2.0	1.0	1.0	4.0	3.0	3.0	17.0
11/5	4.0	2.0	4.0	1.0	4.5	5.5	7.0	28.0
11/6	6.0	2.0	-	8.5	2.5	8.5	8.5	36.0
11/7	3.0	3.0	3.0	3.0	3.0	6.5	6.5	28.0
11/8	4.5	4.5	4.5	4.5	2.0	4.5	2.0	26.5
11/9	3.0	3.0	3.0	3.0	-	-	-	12.0
11/10	10.0	-	-	4.5	4.5	10.0	6.5	35.5
11/11	-	-	-	-	3.0	-	-	3.0
11/12	-	-	-	-	-	1.0	1.0	2.0
11/13	3.0	3.0	3.0	3.0	3.0	5.0	5.0	25.0
11/14	3.5	2.5	2.5	6.5	-	6.0	6.0	27.0
11/15	2.0	-	-	2.0	-	5.0	3.0	12.0
11/16	-	-	-	-	-	-	-	-
11/17	-	-	-	-	-	-	-	-
11/18	-	-	2.0	-	1.0	-	4.0	7.0
11/19	3.0	3.0	3.0	5.0	5.0	5.0	5.0	29.0
11/20	4.5	-	-	6.5	-	6.5	2.0	19.5
11/21	2.0	-	-	2.0	-	4.0	2.0	10.0
11/22	2.0	-	-	5.0	-	8.5	8.5	24.0
11/23	-	-	-	-	-	-	-	-
11/24	-	-	-	-	-	-	-	-
11/25	3.5	1.0	1.0	3.5	-	6.5	7.0	22.5
11/26	4.5	2.5	4.5	4.5	4.5	4.5	4.5	29.5
11/27	3.0	3.0	3.0	6.0	3.0	7.5	7.5	33.0
11/28	-	-	-	2.0	-	4.5	4.5	11.0
11/29	2.0	-	-	2.5	-	2.5	2.5	9.5
11/30	1.0	-	-	1.0	-	2.0	2.0	6.0
November	77.5	38.5	46.5	83.0	50.0	112.5	105.0	513.0

ResCap

Summary of Hours - December 2013

Date	J. Dermont	Y. Rozov	L. Parsons	B. Klein	S. Hasan	A. Waldman	A. Gibler	Total
	Managing Director	Managing Director	Senior Advisor	Managing Director	Vice President	Associate	Analyst	
Dec-13								
12/1	-	-	-	-	-	-	-	-
12/2	-	-	-	-	2.5	2.5	2.5	7.5
12/3	3.0	6.0	6.0	3.0	2.0	7.0	7.0	34.0
12/4	3.0	3.0	3.0	3.0	5.0	5.0	5.0	27.0
12/5	2.0	-	-	-	2.0	4.0	4.0	12.0
12/6	2.0	-	-	2.0	-	9.0	9.0	22.0
12/7	2.0	-	-	2.0	2.0	5.0	5.0	16.0
12/8	2.0	-	-	6.0	2.0	9.0	9.0	28.0
12/9	2.0	2.0	-	4.0	2.0	6.0	4.0	20.0
12/10	1.0	-	-	8.0	-	10.0	10.0	29.0
12/11	5.0	5.0	5.0	5.0	5.0	9.5	9.5	44.0
12/12	4.0	2.0	2.0	8.5	2.0	10.0	10.0	38.5
12/13	3.0	-	-	3.0	3.0	3.0	3.0	15.0
12/14	-	-	-	-	-	-	-	-
12/15	-	-	-	-	-	-	-	-
12/16	-	-	-	-	-	-	-	-
12/17	2.0	-	-	2.0	2.0	2.0	2.0	10.0
12/18	-	-	-	-	-	-	-	-
12/19	-	-	-	-	-	-	-	-
12/20	-	-	-	-	-	-	-	-
12/21	-	-	-	-	-	-	-	-
12/22	-	-	-	-	-	-	-	-
12/23	-	-	-	-	-	-	-	-
12/24	-	-	-	-	-	-	-	-
12/25	-	-	-	-	-	-	-	-
12/26	-	-	-	-	-	-	-	-
12/27	-	-	-	-	-	-	-	-
12/28	-	-	-	-	-	-	-	-
12/29	-	-	-	-	-	-	-	-
12/30	-	-	-	-	-	-	-	-
December	31.0	18.0	16.0	46.5	29.5	82.0	80.0	303.0

ResCap

Summary of Hours - September 2013

Category	Hours
UCC Meetings / Calls	77.0
Other Meetings / Calls	30.0
Case Administration	44.5
Court Hearings / Filings / Depositions	71.5
Financial Analysis / Modeling / Internal Materials	144.5
RMBS Litigation Support	0.0
General Other	90.5
TOTAL	458.0

ResCap

Timekeeping

Total Hours: 66.5 hour(s)

Banker: Jared Dermont

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	9/3/2013	2.5 hour(s)	Hearing
2.	9/4/2013	2.0 hour(s)	Discussion with Debtors regarding FHA Sale
3.	9/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
4.	9/6/2013	2.5 hour(s)	Financial Analysis on Accrued Expenses and Wind Down Reserve
5.	9/6/2013	2.5 hour(s)	Financial Analysis on Distributable Value at Confirmation
6.	9/6/2013	2.5 hour(s)	Financial Analysis on Monolines
7.	9/10/2013	1.0 hour(s)	Case Administrative Work - Interim Fee App Review
8.	9/10/2013	1.5 hour(s)	Discussion with Debtors regarding FHA Sale
9.	9/10/2013	1.5 hour(s)	Review of Wind-Down Deck for CLO
10.	9/11/2013	3.0 hour(s)	Financial Analysis on JSN Trading Levels
11.	9/11/2013	3.0 hour(s)	Omnibus Hearing
12.	9/11/2013	1.5 hour(s)	Review of Debtors' UCC Presentation
13.	9/11/2013	1.0 hour(s)	UCC Co-Chair Call
14.	9/12/2013	3.0 hour(s)	Weekly UCC Call/Meeting
15.	9/13/2013	1.5 hour(s)	Financial Analysis on Reserves Calculation
16.	9/13/2013	3.0 hour(s)	Review of JSN Proposal to Judge Peck
17.	9/13/2013	1.0 hour(s)	Review of UCC Member's JSN Analysis
18.	9/16/2013	1.0 hour(s)	Review of Centerview Amended Engagement
19.	9/16/2013	2.0 hour(s)	Review of JSN Paydown Mechanics
20.	9/17/2013	0.5 hour(s)	Review of Walter True-Up
21.	9/18/2013	1.0 hour(s)	Review of Proposed Fee Order
22.	9/19/2013	2.0 hour(s)	Review of Expert Disclosures
23.	9/21/2013	4.0 hour(s)	Review of JSN Litigation Reports
24.	9/24/2013	1.0 hour(s)	Ambac Sale Objection Hearing
25.	9/24/2013	1.0 hour(s)	JSN Discovery Status Conference
26.	9/24/2013	2.5 hour(s)	JSN Litigation Meeting
27.	9/24/2013	1.0 hour(s)	UCC Co-Chair Call
28.	9/25/2013	3.0 hour(s)	Weekly UCC Call/Meeting
29.	9/27/2013	2.5 hour(s)	Case Administrative Work - Monthly Fee Application
30.	9/27/2013	0.5 hour(s)	Case Administrative Work - Monthly Fee Application Review
31.	9/27/2013	2.0 hour(s)	Financial Analysis on Non-Gov Loan Sale
32.	9/27/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
33.	9/28/2013	2.5 hour(s)	Financial Analysis on Monolines
34.	9/30/2013	2.0 hour(s)	Committee Professionals Work Plan
September Total		66.5 hour(s)	

ResCap

Timekeeping

Total Hours: 54.0 hour(s)

Banker: Yadin Rozov

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	9/3/2013	2.5 hour(s)	Hearing
2.	9/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
3.	9/6/2013	2.5 hour(s)	Financial Analysis on Monolines
4.	9/10/2013	1.0 hour(s)	Case Administrative Work - Interim Fee App Review
5.	9/10/2013	1.5 hour(s)	Review of Wind-Down Deck for CLO
6.	9/11/2013	3.0 hour(s)	Omnibus Hearing
7.	9/11/2013	1.5 hour(s)	Review of Debtors' UCC Presentation
8.	9/11/2013	1.0 hour(s)	UCC Co-Chair Call
9.	9/12/2013	3.0 hour(s)	Weekly UCC Call/Meeting
10.	9/13/2013	1.5 hour(s)	Financial Analysis on Reserves Calculation
11.	9/15/2013	2.5 hour(s)	Calls regarding Reserves Calculation
12.	9/16/2013	1.0 hour(s)	Review of Centerview Amended Engagement
13.	9/16/2013	2.0 hour(s)	Review of JSN Paydown Mechanics
14.	9/17/2013	0.5 hour(s)	Review of Walter True-Up
15.	9/18/2013	1.0 hour(s)	Review of Proposed Fee Order
16.	9/19/2013	2.0 hour(s)	Review of Expert Disclosures
17.	9/21/2013	4.0 hour(s)	Review of JSN Litigation Reports
18.	9/24/2013	1.0 hour(s)	Ambac Sale Objection Hearing
19.	9/24/2013	1.0 hour(s)	JSN Discovery Status Conference
20.	9/24/2013	3.0 hour(s)	Omnibus Hearing
21.	9/24/2013	1.0 hour(s)	UCC Co-Chair Call
22.	9/25/2013	3.0 hour(s)	Weekly UCC Call/Meeting
23.	9/27/2013	2.5 hour(s)	Case Administrative Work - Monthly Fee Application
24.	9/27/2013	0.5 hour(s)	Case Administrative Work - Monthly Fee Application Review
25.	9/27/2013	2.0 hour(s)	Financial Analysis on Non-Gov Loan Sale
26.	9/27/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
27.	9/28/2013	2.5 hour(s)	Financial Analysis on Monolines
28.	9/30/2013	2.0 hour(s)	Committee Professionals Work Plan
September Total		54.0 hour(s)	

ResCap

Timekeeping

Total Hours: 59.0 hour(s)

Banker: Landon Parsons

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	9/3/2013	2.5 hour(s)	Hearing
2.	9/4/2013	2.0 hour(s)	Discussion with Debtors regarding FHA Sale
3.	9/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
4.	9/6/2013	2.5 hour(s)	Financial Analysis on Monolines
5.	9/10/2013	1.5 hour(s)	Discussion with Debtors regarding FHA Sale
6.	9/10/2013	1.5 hour(s)	Review of Wind-Down Deck for CLO
7.	9/11/2013	3.0 hour(s)	Omnibus Hearing
8.	9/11/2013	1.5 hour(s)	Review of Debtors' UCC Presentation
9.	9/11/2013	1.0 hour(s)	UCC Co-Chair Call
10.	9/12/2013	3.0 hour(s)	Weekly UCC Call/Meeting
11.	9/13/2013	3.0 hour(s)	Review of JSN Proposal to Judge Peck
12.	9/16/2013	1.0 hour(s)	Review of Centerview Amended Engagement
13.	9/17/2013	3.0 hour(s)	Review of Walter True-Up
14.	9/18/2013	1.0 hour(s)	Review of Proposed Fee Order
15.	9/19/2013	2.0 hour(s)	Review of Expert Disclosures
16.	9/21/2013	4.0 hour(s)	Review of JSN Litigation Reports
17.	9/24/2013	1.0 hour(s)	Ambac Sale Objection Hearing
18.	9/23/2013	1.0 hour(s)	Case Administrative Work - Hour Reviews
19.	9/24/2013	1.0 hour(s)	JSN Discovery Status Conference
20.	9/24/2013	3.0 hour(s)	Omnibus Hearing
21.	9/24/2013	1.0 hour(s)	UCC Co-Chair Call
22.	9/25/2013	3.0 hour(s)	Weekly UCC Call/Meeting
23.	9/27/2013	2.5 hour(s)	Case Administrative Work - Monthly Fee Application
24.	9/27/2013	0.5 hour(s)	Case Administrative Work - Monthly Fee Application Review
25.	9/27/2013	4.0 hour(s)	Financial Analysis on Non-Gov Loan Sale
26.	9/27/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
27.	9/28/2013	2.5 hour(s)	Financial Analysis on Monolines
28.	9/30/2013	2.0 hour(s)	Committee Professionals Work Plan
September Total		59.0 hour(s)	

ResCap

Timekeeping

Total Hours: 71.5 hour(s)

Banker: Barak Klein

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	9/3/2013	4.0 hour(s)	Financial Analysis on OID
2.	9/3/2013	2.5 hour(s)	Hearing
3.	9/4/2013	2.0 hour(s)	Discussion with Debtors regarding FHA Sale
4.	9/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
5.	9/6/2013	2.5 hour(s)	Financial Analysis on Accrued Expenses and Wind Down Reserve
6.	9/6/2013	2.5 hour(s)	Financial Analysis on Distributable Value at Confirmation
7.	9/10/2013	1.0 hour(s)	Case Administrative Work - Interim Fee App Review
8.	9/10/2013	1.5 hour(s)	Discussion with Debtors regarding FHA Sale
9.	9/11/2013	3.0 hour(s)	Financial Analysis on JSN Trading Levels
10.	9/11/2013	3.0 hour(s)	Omnibus Hearing
11.	9/11/2013	1.0 hour(s)	UCC Co-Chair Call
12.	9/12/2013	1.5 hour(s)	Review of UCC Member's JSN Analysis
13.	9/12/2013	3.0 hour(s)	Weekly UCC Call/Meeting
14.	9/13/2013	1.5 hour(s)	Financial Analysis on Reserves Calculation
15.	9/13/2013	2.0 hour(s)	Internal Meeting regarding Financial Analysis
16.	9/13/2013	3.0 hour(s)	Review of JSN Proposal to Judge Peck
17.	9/13/2013	1.0 hour(s)	Review of UCC Member's JSN Analysis
18.	9/15/2013	2.5 hour(s)	Calls regarding Reserves Calculation
19.	9/16/2013	1.0 hour(s)	Review of Centerview Amended Engagement
20.	9/16/2013	2.0 hour(s)	Review of JSN Paydown Mechanics
21.	9/17/2013	0.5 hour(s)	Review of Walter True-Up
22.	9/18/2013	1.0 hour(s)	Review of Proposed Fee Order
23.	9/19/2013	2.0 hour(s)	Review of Expert Disclosures
24.	9/21/2013	4.0 hour(s)	Review of JSN Litigation Reports
25.	9/24/2013	1.0 hour(s)	Ambac Sale Objection Hearing
26.	9/23/2013	1.0 hour(s)	Case Administrative Work - Hour Reviews
27.	9/24/2013	4.0 hour(s)	Financial Analysis on JSN Litigation
28.	9/24/2013	1.0 hour(s)	JSN Discovery Status Conference
29.	9/24/2013	2.5 hour(s)	JSN Litigation Meeting
30.	9/24/2013	1.0 hour(s)	UCC Co-Chair Call
31.	9/25/2013	3.0 hour(s)	Weekly UCC Call/Meeting
32.	9/27/2013	2.5 hour(s)	Case Administrative Work - Monthly Fee Application
33.	9/27/2013	0.5 hour(s)	Case Administrative Work - Monthly Fee Application Review
34.	9/27/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
35.	9/30/2013	2.0 hour(s)	Committee Professionals Work Plan
September Total		71.5 hour(s)	

ResCap

Timekeeping

Total Hours: 65.5 hour(s)

Banker: Syed Hasan

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	9/3/2013	2.5 hour(s)	Hearing
2.	9/4/2013	2.0 hour(s)	Discussion with Debtors regarding FHA Sale
3.	9/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
4.	9/6/2013	2.5 hour(s)	Financial Analysis on Monolines
5.	9/10/2013	1.0 hour(s)	Case Administrative Work - Interim Fee App Review
6.	9/10/2013	1.5 hour(s)	Discussion with Debtors regarding FHA Sale
7.	9/10/2013	1.5 hour(s)	Review of Wind-Down Deck for CLO
8.	9/11/2013	3.0 hour(s)	Omnibus Hearing
9.	9/11/2013	1.5 hour(s)	Review of Debtors' UCC Presentation
10.	9/11/2013	1.0 hour(s)	UCC Co-Chair Call
11.	9/12/2013	3.0 hour(s)	Weekly UCC Call/Meeting
12.	9/13/2013	1.5 hour(s)	Financial Analysis on Reserves Calculation
13.	9/13/2013	3.0 hour(s)	Review of JSN Proposal to Judge Peck
14.	9/17/2013	3.0 hour(s)	Review of Walter True-Up
15.	9/18/2013	1.0 hour(s)	Review of Proposed Fee Order
16.	9/19/2013	2.0 hour(s)	Review of Expert Disclosures
17.	9/21/2013	4.0 hour(s)	Review of JSN Litigation Reports
18.	9/24/2013	1.0 hour(s)	Ambac Sale Objection Hearing
19.	9/23/2013	2.5 hour(s)	Case Administrative Work
20.	9/24/2013	4.0 hour(s)	Financial Analysis on JSN Litigation
21.	9/24/2013	1.0 hour(s)	JSN Discovery Status Conference
22.	9/24/2013	2.5 hour(s)	JSN Litigation Meeting
23.	9/24/2013	1.0 hour(s)	UCC Co-Chair Call
24.	9/25/2013	3.0 hour(s)	Weekly UCC Call/Meeting
25.	9/27/2013	2.5 hour(s)	Case Administrative Work - Monthly Fee Application
26.	9/27/2013	0.5 hour(s)	Case Administrative Work - Monthly Fee Application Review
27.	9/27/2013	4.0 hour(s)	Financial Analysis on Non-Gov Loan Sale
28.	9/27/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
29.	9/28/2013	2.5 hour(s)	Financial Analysis on Monolines
30.	9/30/2013	2.0 hour(s)	Committee Professionals Work Plan
September Total		65.5 hour(s)	

ResCap

Timekeeping

Total Hours: 68.0 hour(s)

Banker: Adam Waldman

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	9/3/2013	4.0 hour(s)	Financial Analysis on OID
2.	9/3/2013	2.5 hour(s)	Hearing
3.	9/4/2013	1.5 hour(s)	Call with UCC Member regarding OID Question
4.	9/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
5.	9/6/2013	2.5 hour(s)	Financial Analysis on Accrued Expenses and Wind Down Reserve
6.	9/6/2013	2.5 hour(s)	Financial Analysis on Distributable Value at Confirmation
7.	9/10/2013	1.0 hour(s)	Case Administrative Work - Interim Fee App Review
8.	9/11/2013	3.0 hour(s)	Financial Analysis on JSN Trading Levels
9.	9/11/2013	3.0 hour(s)	Omnibus Hearing
10.	9/11/2013	1.0 hour(s)	UCC Co-Chair Call
11.	9/12/2013	1.5 hour(s)	Review of UCC Member's JSN Analysis
12.	9/12/2013	3.0 hour(s)	Weekly UCC Call/Meeting
13.	9/13/2013	1.5 hour(s)	Financial Analysis on Reserves Calculation
14.	9/13/2013	3.0 hour(s)	Internal Meeting regarding Financial Analysis
15.	9/13/2013	1.0 hour(s)	Review of UCC Member's JSN Analysis
16.	9/16/2013	2.0 hour(s)	Review of JSN Paydown Mechanics
17.	9/18/2013	1.0 hour(s)	Review of Proposed Fee Order
18.	9/19/2013	2.0 hour(s)	Review of Expert Disclosures
19.	9/21/2013	4.0 hour(s)	Review of JSN Litigation Reports
20.	9/24/2013	1.0 hour(s)	Ambac Sale Objection Hearing
21.	9/23/2013	2.5 hour(s)	Case Administrative Work
22.	9/23/2013	2.5 hour(s)	Case Administrative Work - Hour Reviews
23.	9/24/2013	4.0 hour(s)	Financial Analysis on JSN Litigation
24.	9/24/2013	1.0 hour(s)	JSN Discovery Status Conference
25.	9/24/2013	2.5 hour(s)	JSN Litigation Meeting
26.	9/24/2013	1.0 hour(s)	UCC Co-Chair Call
27.	9/25/2013	3.0 hour(s)	Weekly UCC Call/Meeting
28.	9/27/2013	2.5 hour(s)	Case Administrative Work - Monthly Fee Application
29.	9/27/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
30.	9/30/2013	3.0 hour(s)	Committee Professionals Work Plan
September Total		68.0 hour(s)	

ResCap

Timekeeping

Total Hours: 73.5 hour(s)

Banker: Ally Gibler

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	9/3/2013	4.0 hour(s)	Financial Analysis on OID
2.	9/3/2013	2.5 hour(s)	Hearing
3.	9/4/2013	1.5 hour(s)	Call with UCC Member regarding OID Question
4.	9/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
5.	9/6/2013	2.5 hour(s)	Financial Analysis on Accrued Expenses and Wind Down Reserve
6.	9/6/2013	2.5 hour(s)	Financial Analysis on Distributable Value at Confirmation
7.	9/6/2013	2.5 hour(s)	Financial Analysis on Monolines
8.	9/10/2013	0.5 hour(s)	Review of Wind-Down Deck for CLO
9.	9/11/2013	3.0 hour(s)	Financial Analysis on JSN Trading Levels
10.	9/11/2013	3.0 hour(s)	Omnibus Hearing
11.	9/11/2013	0.5 hour(s)	Review of Debtors' UCC Presentation
12.	9/11/2013	1.0 hour(s)	UCC Co-Chair Call
13.	9/12/2013	1.5 hour(s)	Review of UCC Member's JSN Analysis
14.	9/12/2013	3.0 hour(s)	Weekly UCC Call/Meeting
15.	9/13/2013	1.5 hour(s)	Financial Analysis on Reserves Calculation
16.	9/13/2013	3.0 hour(s)	Internal Meeting regarding Financial Analysis
17.	9/13/2013	1.0 hour(s)	Review of UCC Member's JSN Analysis
18.	9/21/2013	4.0 hour(s)	Review of JSN Litigation Reports
19.	9/24/2013	1.0 hour(s)	Ambac Sale Objection Hearing
20.	9/23/2013	2.5 hour(s)	Case Administrative Work
21.	9/23/2013	5.0 hour(s)	Case Administrative Work - Hour Reviews
22.	9/24/2013	4.0 hour(s)	Financial Analysis on JSN Litigation
23.	9/24/2013	1.0 hour(s)	JSN Discovery Status Conference
24.	9/24/2013	3.0 hour(s)	Omnibus Hearing
25.	9/24/2013	1.0 hour(s)	UCC Co-Chair Call
26.	9/25/2013	3.0 hour(s)	Weekly UCC Call/Meeting
27.	9/27/2013	5.0 hour(s)	Case Administrative Work - Monthly Fee Application
28.	9/27/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
29.	9/28/2013	2.5 hour(s)	Financial Analysis on Monolines
30.	9/30/2013	3.0 hour(s)	Committee Professionals Work Plan
September Total		73.5 hour(s)	

ResCap

Summary of Hours - October 2013

Category	Hours
UCC Meetings / Calls	121.0
Other Meetings / Calls	28.5
Case Administration	18.0
Court Hearings / Filings / Depositions	174.0
Financial Analysis / Modeling / Internal Materials	122.5
RMBS Litigation Support	0.0
General Other	84.0
TOTAL	548.0

ResCap

Timekeeping

Total Hours: 79.5 hour(s)

Banker: Jared Dermont

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	10/1/2013	1.0 hour(s)	Review of Debtors' UCC Presentation
2.	10/1/2013	1.0 hour(s)	UCC Co-Chair Call
3.	10/2/2013	4.0 hour(s)	Confirmation Testimony and Declaration Preparation
4.	10/2/2013	4.0 hour(s)	Weekly UCC Call/Meeting
5.	10/3/2013	2.0 hour(s)	Confirmation Testimony and Declaration Preparation
6.	10/4/2013	4.0 hour(s)	Review of Testimony Outline
7.	10/7/2013	4.0 hour(s)	Confirmation Testimony and Declaration Preparation
8.	10/8/2013	1.0 hour(s)	UCC Co-Chair Call
9.	10/9/2013	1.0 hour(s)	Financial Analysis regarding JSNs
10.	10/9/2013	1.0 hour(s)	Hearing re: Ambac
11.	10/9/2013	4.0 hour(s)	Omnibus Hearing
12.	10/9/2013	4.0 hour(s)	Weekly UCC Call/Meeting
13.	10/11/2013	2.0 hour(s)	Review of Plan Supplemental Documents
14.	10/13/2013	2.0 hour(s)	Review of AFI and Berkshire Sale Analysis
15.	10/15/2013	5.0 hour(s)	JSN Phase I Trial
16.	10/16/2013	5.0 hour(s)	JSN Phase I Trial
17.	10/17/2013	1.0 hour(s)	UCC Co-Chair Call
18.	10/17/2013	3.0 hour(s)	Weekly UCC Call/Meeting
19.	10/18/2013	2.0 hour(s)	Review of Expert Reports
20.	10/21/2013	2.0 hour(s)	Review of Syncora Outline
21.	10/22/2013	2.5 hour(s)	Illustrative Syncora Settlement Analysis
22.	10/23/2013	5.0 hour(s)	Confirmation Testimony and Declaration Preparation
23.	10/23/2013	1.0 hour(s)	Internal Meeting regarding Illustrative Settlement Analysis
24.	10/23/2013	2.0 hour(s)	Review of Plan Objections
25.	10/23/2013	1.0 hour(s)	UCC Co-Chair Call
26.	10/24/2013	1.0 hour(s)	Call with UCC Advisors regarding Illustrative Settlement Analysis
27.	10/24/2013	2.0 hour(s)	Confirmation Testimony Preparation
28.	10/24/2013	2.0 hour(s)	Review of Debtors' Testimonies
29.	10/24/2013	2.0 hour(s)	Review of Testimony Outline
30.	10/24/2013	3.0 hour(s)	Weekly UCC Call/Meeting
31.	10/25/2013	1.5 hour(s)	Review of Illustrative Settlement Analysis
32.	10/30/2013	1.5 hour(s)	Review of Proposed Syncora Settlement
33.	10/31/2013	2.0 hour(s)	Review of FHA Sale Analysis
October Total		79.5 hour(s)	

ResCap

Timekeeping

Total Hours: 52.0 hour(s)

Banker: Yadin Rozov

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	10/1/2013	1.0 hour(s)	Non-Gov Loan Sale Call with Debtors
2.	10/1/2013	1.0 hour(s)	Review of Debtors' UCC Presentation
3.	10/1/2013	1.0 hour(s)	UCC Co-Chair Call
4.	10/2/2013	3.0 hour(s)	Weekly UCC Call/Meeting
5.	10/8/2013	1.0 hour(s)	UCC Co-Chair Call
6.	10/9/2013	1.0 hour(s)	Hearing re: Ambac
7.	10/9/2013	4.0 hour(s)	Omnibus Hearing
8.	10/9/2013	3.0 hour(s)	Weekly UCC Call/Meeting
9.	10/11/2013	2.0 hour(s)	Review of Plan Supplemental Documents
10.	10/13/2013	2.0 hour(s)	Review of AFI and Berkshire Sale Analysis
11.	10/15/2013	5.0 hour(s)	JSN Phase I Trial
12.	10/16/2013	5.0 hour(s)	JSN Phase I Trial
13.	10/17/2013	1.0 hour(s)	UCC Co-Chair Call
14.	10/17/2013	3.0 hour(s)	Weekly UCC Call/Meeting
15.	10/18/2013	2.0 hour(s)	Review of Expert Reports
16.	10/23/2013	4.0 hour(s)	Omnibus Hearing
17.	10/23/2013	2.0 hour(s)	Review of Plan Objections
18.	10/23/2013	1.0 hour(s)	UCC Co-Chair Call
19.	10/24/2013	1.0 hour(s)	Call with UCC Advisors regarding Illustrative Settlement Analysis
20.	10/24/2013	3.0 hour(s)	Weekly UCC Call/Meeting
21.	10/25/2013	1.5 hour(s)	Review of Illustrative Settlement Analysis
22.	10/29/2013	3.0 hour(s)	Review of FHA Recovery Rate
23.	10/30/2013	1.5 hour(s)	Review of Proposed Syncora Settlement
October Total		52.0 hour(s)	

ResCap

Timekeeping

Total Hours: 61.5 hour(s)

Banker: Landon Parsons

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
	10/1/2013	1.0 hour(s)	Non-Gov Loan Sale Call with Debtors
1.	10/1/2013	1.0 hour(s)	Review of Debtors' UCC Presentation
2.	10/1/2013	1.0 hour(s)	UCC Co-Chair Call
3.	10/2/2013	4.0 hour(s)	Weekly UCC Call/Meeting
4.	10/8/2013	1.0 hour(s)	UCC Co-Chair Call
5.	10/9/2013	1.0 hour(s)	Hearing re: Ambac
6.	10/9/2013	4.0 hour(s)	Omnibus Hearing
7.	10/9/2013	4.0 hour(s)	Weekly UCC Call/Meeting
8.	10/10/2013	2.0 hour(s)	Administrative Work - Hours Review
9.	10/11/2013	2.0 hour(s)	Review of Plan Supplemental Documents
10.	10/15/2013	5.0 hour(s)	JSN Phase I Trial
11.	10/16/2013	5.0 hour(s)	JSN Phase I Trial
12.	10/17/2013	1.0 hour(s)	UCC Co-Chair Call
13.	10/17/2013	3.0 hour(s)	Weekly UCC Call/Meeting
14.	10/18/2013	2.0 hour(s)	Review of Expert Reports
15.	10/23/2013	4.0 hour(s)	Omnibus Hearing
16.	10/23/2013	2.0 hour(s)	Review of Plan Objections
17.	10/23/2013	1.0 hour(s)	UCC Co-Chair Call
18.	10/24/2013	1.0 hour(s)	Call with UCC Advisors regarding Illustrative Settlement Analysis
19.	10/24/2013	1.0 hour(s)	Preparation of FHA Sale Update
20.	10/24/2013	3.0 hour(s)	Weekly UCC Call/Meeting
21.	10/25/2013	1.5 hour(s)	Call with Debtors regarding Excluded Deals
22.	10/29/2013	1.0 hour(s)	Preparation of FHA Sale Analysis
23.	10/29/2013	3.0 hour(s)	Review of FHA Recovery Rate
24.	10/30/2013	1.5 hour(s)	Call regarding FHA Loan Sale
25.	10/30/2013	3.0 hour(s)	Preparation of FHA Sale Analysis
26.	10/30/2013	1.5 hour(s)	Review of Proposed Syncora Settlement
27.	10/31/2013	1.0 hour(s)	Review of FHA Sale Analysis
October Total		61.5 hour(s)	

ResCap

Timekeeping

Total Hours: 75.5 hour(s)

Banker: Barak Klein

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	10/1/2013	1.0 hour(s)	Review of Debtors' UCC Presentation
2.	10/1/2013	1.0 hour(s)	UCC Co-Chair Call
3.	10/2/2013	4.0 hour(s)	Confirmation Testimony and Declaration Preparation
4.	10/2/2013	4.0 hour(s)	Weekly UCC Call/Meeting
5.	10/3/2013	3.0 hour(s)	Confirmation Testimony and Declaration Preparation
6.	10/4/2013	4.0 hour(s)	Review of Testimony Outline
7.	10/7/2013	1.5 hour(s)	Confirmation Testimony and Declaration Preparation
8.	10/8/2013	1.0 hour(s)	UCC Co-Chair Call
9.	10/9/2013	1.0 hour(s)	Financial Analysis regarding JSNs
10.	10/9/2013	1.0 hour(s)	Hearing re: Ambac
11.	10/9/2013	4.0 hour(s)	Omnibus Hearing
12.	10/9/2013	4.0 hour(s)	Weekly UCC Call/Meeting
13.	10/11/2013	2.0 hour(s)	Review of Plan Supplemental Documents
14.	10/15/2013	5.0 hour(s)	JSN Phase I Trial
15.	10/15/2013	2.0 hour(s)	Review of JSN Trial Presentations
16.	10/16/2013	5.0 hour(s)	JSN Phase I Trial
17.	10/17/2013	1.0 hour(s)	UCC Co-Chair Call
18.	10/17/2013	3.0 hour(s)	Weekly UCC Call/Meeting
19.	10/18/2013	2.0 hour(s)	Review of Expert Reports
20.	10/22/2013	2.0 hour(s)	Illustrative Syncora Settlement Analysis
21.	10/23/2013	3.0 hour(s)	Confirmation Testimony and Declaration Preparation
22.	10/23/2013	4.0 hour(s)	Omnibus Hearing
23.	10/23/2013	2.0 hour(s)	Review of Plan Objections
24.	10/23/2013	1.0 hour(s)	UCC Co-Chair Call
25.	10/24/2013	1.0 hour(s)	Call with UCC Advisors regarding Illustrative Settlement Analysis
26.	10/24/2013	3.0 hour(s)	Confirmation Testimony Preparation
27.	10/24/2013	2.5 hour(s)	Meeting with Financial Advisor
28.	10/24/2013	3.0 hour(s)	Weekly UCC Call/Meeting
29.	10/30/2013	1.5 hour(s)	Review of Proposed Syncora Settlement
30.	10/31/2013	2.0 hour(s)	Administrative Work - Hours Review
31.	10/31/2013	1.0 hour(s)	Review of FHA Sale Analysis
October Total		75.5 hour(s)	

ResCap

Timekeeping

Total Hours: 93.5 hour(s)

Banker: Syed Hasan

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	10/1/2013	1.0 hour(s)	Non-Gov Loan Sale Call with Debtors
2.	10/1/2013	1.0 hour(s)	Review of Debtors' UCC Presentation
3.	10/1/2013	1.0 hour(s)	UCC Co-Chair Call
4.	10/2/2013	4.0 hour(s)	Weekly UCC Call/Meeting
5.	10/3/2013	3.0 hour(s)	Confirmation Testimony and Declaration Preparation
6.	10/3/2013	2.5 hour(s)	UCC Work Flow Analysis
7.	10/7/2013	1.5 hour(s)	Confirmation Testimony and Declaration Preparation
8.	10/8/2013	1.0 hour(s)	UCC Co-Chair Call
9.	10/9/2013	1.0 hour(s)	Hearing re: Ambac
10.	10/9/2013	4.0 hour(s)	Omnibus Hearing
11.	10/9/2013	4.0 hour(s)	Weekly UCC Call/Meeting
12.	10/11/2013	2.0 hour(s)	Review of Plan Supplemental Documents
13.	10/13/2013	3.0 hour(s)	Review of AFI and Berkshire Sale Analysis
14.	10/15/2013	5.0 hour(s)	JSN Phase I Trial
15.	10/15/2013	2.0 hour(s)	Review of JSN Trial Presentations
16.	10/16/2013	5.0 hour(s)	JSN Phase I Trial
17.	10/17/2013	1.0 hour(s)	UCC Co-Chair Call
18.	10/17/2013	3.0 hour(s)	UCC Work Flow Analysis
19.	10/17/2013	3.0 hour(s)	Weekly UCC Call/Meeting
20.	10/18/2013	2.0 hour(s)	Review of Expert Reports
21.	10/21/2013	2.0 hour(s)	Review of Syncora Outline
22.	10/22/2013	2.5 hour(s)	Illustrative Syncora Settlement Analysis
23.	10/22/2013	3.5 hour(s)	Review of Walter True-Up
24.	10/23/2013	2.0 hour(s)	Confirmation Testimony and Declaration Preparation
25.	10/23/2013	1.0 hour(s)	Internal Meeting regarding Illustrative Settlement Analysis
26.	10/23/2013	4.0 hour(s)	Omnibus Hearing
27.	10/23/2013	2.0 hour(s)	Review of Plan Objections
28.	10/23/2013	1.0 hour(s)	UCC Co-Chair Call
29.	10/24/2013	1.0 hour(s)	Call with UCC Advisors regarding Illustrative Settlement Analysis
30.	10/24/2013	3.0 hour(s)	Confirmation Testimony Preparation
31.	10/24/2013	2.0 hour(s)	Review of Debtors' Testimonies
32.	10/24/2013	3.0 hour(s)	Weekly UCC Call/Meeting
33.	10/25/2013	1.5 hour(s)	Call with Debtors regarding Excluded Deals
34.	10/25/2013	3.0 hour(s)	Review of Illustrative Settlement Analysis
35.	10/29/2013	2.0 hour(s)	Preparation of FHA Sale Analysis
36.	10/29/2013	3.0 hour(s)	Review of FHA Recovery Rate
37.	10/30/2013	1.5 hour(s)	Call regarding FHA Loan Sale
38.	10/30/2013	4.0 hour(s)	Preparation of FHA Sale Analysis
39.	10/30/2013	1.5 hour(s)	Review of Proposed Syncora Settlement
October Total		93.5 hour(s)	

ResCap

Timekeeping

Total Hours: 89.0 hour(s)

Banker: Adam Waldman

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	10/1/2013	1.0 hour(s)	Review of Debtors' UCC Presentation
2.	10/1/2013	1.0 hour(s)	UCC Co-Chair Call
3.	10/2/2013	1.5 hour(s)	Call with Debtors' Advisors regarding UCC Presentation
4.	10/2/2013	4.0 hour(s)	Weekly UCC Call/Meeting
5.	10/3/2013	2.5 hour(s)	UCC Work Flow Analysis
6.	10/4/2013	3.0 hour(s)	Review of Testimony Outline
7.	10/7/2013	1.5 hour(s)	Confirmation Testimony and Declaration Preparation
8.	10/8/2013	1.0 hour(s)	UCC Co-Chair Call
9.	10/9/2013	3.0 hour(s)	Financial Analysis regarding JSNs
10.	10/9/2013	2.0 hour(s)	Review of Updated Lifetime Cash Flows from Debtors
11.	10/9/2013	4.0 hour(s)	Weekly UCC Call/Meeting
12.	10/11/2013	2.0 hour(s)	Review of Plan Supplemental Documents
13.	10/13/2013	1.0 hour(s)	Call regarding JSN Implied Trading Price
14.	10/15/2013	5.0 hour(s)	JSN Phase I Trial
15.	10/15/2013	4.0 hour(s)	Review of JSN Trial Presentations
16.	10/16/2013	5.0 hour(s)	JSN Phase I Trial
17.	10/16/2013	5.0 hour(s)	Litigation Support regarding OID
18.	10/17/2013	1.0 hour(s)	UCC Co-Chair Call
19.	10/17/2013	3.0 hour(s)	UCC Work Flow Analysis
20.	10/17/2013	3.0 hour(s)	Weekly UCC Call/Meeting
21.	10/18/2013	3.0 hour(s)	Litigation Support regarding OID
22.	10/18/2013	2.0 hour(s)	Review of Expert Reports
23.	10/23/2013	2.0 hour(s)	Confirmation Testimony and Declaration Preparation
24.	10/23/2013	1.0 hour(s)	Internal Meeting regarding Illustrative Settlement Analysis
25.	10/23/2013	4.0 hour(s)	Omnibus Hearing
26.	10/23/2013	2.0 hour(s)	Review of Plan Objections
27.	10/23/2013	1.0 hour(s)	UCC Co-Chair Call
28.	10/24/2013	1.0 hour(s)	Call with UCC Advisors regarding Illustrative Settlement Analysis
29.	10/24/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
30.	10/24/2013	2.0 hour(s)	Review of Debtors' Testimonies
31.	10/24/2013	3.0 hour(s)	Weekly UCC Call/Meeting
32.	10/25/2013	3.0 hour(s)	Administrative Work - Interim Fee Application
33.	10/25/2013	2.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
34.	10/26/2013	2.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
35.	10/30/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
36.	10/30/2013	1.5 hour(s)	Review of Proposed Syncora Settlement
October Total		89.0 hour(s)	

ResCap

Timekeeping

Total Hours: 97.0 hour(s)

Banker: Ally Gibler

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	10/1/2013	1.0 hour(s)	Non-Gov Loan Sale Call with Debtors
2.	10/1/2013	1.0 hour(s)	Review of Debtors' UCC Presentation
3.	10/1/2013	1.0 hour(s)	UCC Co-Chair Call
4.	10/2/2013	1.5 hour(s)	Call with Debtors' Advisors regarding UCC Presentation
5.	10/2/2013	4.0 hour(s)	Weekly UCC Call/Meeting
6.	10/3/2013	3.0 hour(s)	Confirmation Testimony and Declaration Preparation
7.	10/3/2013	2.5 hour(s)	UCC Work Flow Analysis
8.	10/4/2013	1.0 hour(s)	Review of Testimony Outline
9.	10/7/2013	1.5 hour(s)	Confirmation Testimony and Declaration Preparation
10.	10/8/2013	1.0 hour(s)	UCC Co-Chair Call
11.	10/9/2013	3.0 hour(s)	Financial Analysis regarding JSNs
12.	10/9/2013	2.0 hour(s)	Review of Updated Lifetime Cash Flows from Debtors
13.	10/9/2013	4.0 hour(s)	Weekly UCC Call/Meeting
14.	10/10/2013	4.0 hour(s)	Administrative Work - Hours Review
15.	10/13/2013	1.0 hour(s)	Call regarding JSN Implied Trading Price
16.	10/13/2013	2.0 hour(s)	Review of AFI and Berkshire Sale Analysis
17.	10/15/2013	5.0 hour(s)	JSN Phase I Trial
18.	10/16/2013	5.0 hour(s)	JSN Phase I Trial
19.	10/16/2013	3.0 hour(s)	Litigation Support regarding OID
20.	10/17/2013	1.0 hour(s)	UCC Co-Chair Call
21.	10/17/2013	3.0 hour(s)	UCC Work Flow Analysis
22.	10/17/2013	3.0 hour(s)	Weekly UCC Call/Meeting
23.	10/18/2013	3.0 hour(s)	Litigation Support regarding OID
24.	10/22/2013	2.5 hour(s)	Illustrative Syncora Settlement Analysis
25.	10/23/2013	2.0 hour(s)	Confirmation Testimony and Declaration Preparation
26.	10/23/2013	1.0 hour(s)	Internal Meeting regarding Illustrative Settlement Analysis
27.	10/23/2013	4.0 hour(s)	Omnibus Hearing
28.	10/23/2013	1.0 hour(s)	UCC Co-Chair Call
29.	10/24/2013	1.0 hour(s)	Call with UCC Advisors regarding Illustrative Settlement Analysis
30.	10/24/2013	4.0 hour(s)	Confirmation Testimony Preparation
31.	10/24/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
32.	10/24/2013	2.0 hour(s)	Review of Debtors' Testimonies
33.	10/25/2013	3.0 hour(s)	Administrative Work - Interim Fee Application
34.	10/25/2013	2.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
35.	10/26/2013	2.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
36.	10/29/2013	2.0 hour(s)	Preparation of FHA Sale Analysis
37.	10/30/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
38.	10/30/2013	4.0 hour(s)	Preparation of FHA Sale Analysis
39.	10/31/2013	4.0 hour(s)	Administrative Work - Hours Review
October Total		97.0 hour(s)	

ResCap

Summary of Hours - November 2013

Category	Hours
UCC Meetings / Calls	80.5
Other Meetings / Calls	71.5
Case Administration	36.0
Court Hearings / Filings / Depositions	122.0
Financial Analysis / Modeling / Internal Materials	137.5
RMBS Litigation Support	0.0
General Other	65.5
TOTAL	513.0

ResCap

Timekeeping

Total Hours: 77.5 hour(s)

Banker: Jared Dermont

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	11/1/2013	2.0 hour(s)	Review and Analysis on FHA Sale
2.	11/1/2013	3.5 hour(s)	Review of Confirmation Strategy Memo
3.	11/3/2013	4.5 hour(s)	Review of Declaration Draft
4.	11/4/2013	1.0 hour(s)	Call with Debtors regarding FHA Sale
5.	11/4/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
6.	11/5/2013	2.0 hour(s)	Review and Preparation of Presentation on FHA Sale
7.	11/5/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
8.	11/6/2013	2.0 hour(s)	Closing Phase I Hearing
9.	11/6/2013	4.0 hour(s)	Meeting with Advisors regarding Deposition Preparation
10.	11/7/2013	3.0 hour(s)	Weekly UCC Call/Meeting
11.	11/8/2013	2.0 hour(s)	Call with Advisors regarding Deposition Preparation
12.	11/8/2013	2.5 hour(s)	Review of Deposition Transcripts
13.	11/9/2013	3.0 hour(s)	Review of Complaints
14.	11/10/2013	3.5 hour(s)	Deposition Preparation
15.	11/10/2013	2.0 hour(s)	Internal Analysis regarding Precedent Cases
16.	11/10/2013	4.5 hour(s)	Meeting with Advisors regarding Deposition Preparation
17.	11/13/2013	3.0 hour(s)	Weekly UCC Call/Meeting
18.	11/14/2013	1.0 hour(s)	Administrative Work - Review of Fees
19.	11/14/2013	2.5 hour(s)	Review of Syncora Settlement Stipulation
20.	11/15/2013	2.0 hour(s)	Hearing
21.	11/19/2013	3.0 hour(s)	Confirmation Hearing and Phase II Trial
22.	11/20/2013	1.5 hour(s)	Confirmation Hearing and Phase II Trial
23.	11/20/2013	3.0 hour(s)	Review of Disputed Claims and Settlement Presentation
24.	11/21/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
25.	11/22/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
26.	11/25/2013	1.0 hour(s)	Administrative Work - Fee Applications
27.	11/25/2013	1.0 hour(s)	Analysis on Settlements and PPI
28.	11/25/2013	1.5 hour(s)	Confirmation Hearing and Phase II Trial
29.	11/26/2013	2.5 hour(s)	Call with UCC and Consenting Claimants
30.	11/26/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
31.	11/27/2013	3.0 hour(s)	Call with UCC and Consenting Claimants
32.	11/29/2013	2.0 hour(s)	Review and Preparation of Presentation on Distributable Value
33.	11/30/2013	1.0 hour(s)	Review and Preparation of Presentation on Distributable Value
November Total		77.5 hour(s)	

ResCap

Timekeeping

Total Hours: 38.5 hour(s)

Banker: Yadin Rozov

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	11/1/2013	4.0 hour(s)	Review and Analysis on FHA Sale
2.	11/1/2013	1.0 hour(s)	Review of Confirmation Strategy Memo
3.	11/3/2013	2.0 hour(s)	Review of Declaration Draft
4.	11/4/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
5.	11/5/2013	2.0 hour(s)	Review and Preparation of Presentation on FHA Sale
6.	11/6/2013	2.0 hour(s)	Closing Phase I Hearing
7.	11/7/2013	3.0 hour(s)	Weekly UCC Call/Meeting
8.	11/8/2013	2.0 hour(s)	Call with Advisors regarding Deposition Preparation
9.	11/8/2013	2.5 hour(s)	Review of Deposition Transcripts
10.	11/9/2013	3.0 hour(s)	Review of Complaints
11.	11/13/2013	3.0 hour(s)	Weekly UCC Call/Meeting
12.	11/14/2013	2.5 hour(s)	Review of Syncora Settlement Stipulation
13.	11/19/2013	3.0 hour(s)	Confirmation Hearing and Phase II Trial
14.	11/25/2013	1.0 hour(s)	Administrative Work - Fee Applications
15.	11/26/2013	2.5 hour(s)	Call with UCC and Consenting Claimants
16.	11/27/2013	3.0 hour(s)	Call with UCC and Consenting Claimants
November Total		38.5 hour(s)	

ResCap

Timekeeping

Total Hours: 46.5 hour(s)

Banker: Landon Parsons

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	11/1/2013	4.0 hour(s)	Review and Analysis on FHA Sale
2.	11/3/2013	2.0 hour(s)	Review and Analysis on FHA Sale
3.	11/3/2013	2.0 hour(s)	Review of Declaration Draft
4.	11/3/2013	4.0 hour(s)	Review of JSN Reports
5.	11/4/2013	1.0 hour(s)	Call with Debtors regarding FHA Sale
6.	11/5/2013	4.0 hour(s)	Review and Preparation of Presentation on FHA Sale
7.	11/7/2013	3.0 hour(s)	Weekly UCC Call/Meeting
8.	11/8/2013	2.0 hour(s)	Call with Advisors regarding Deposition Preparation
9.	11/8/2013	2.5 hour(s)	Review of Deposition Transcripts
10.	11/9/2013	3.0 hour(s)	Review of Complaints
11.	11/13/2013	3.0 hour(s)	Weekly UCC Call/Meeting
12.	11/14/2013	2.5 hour(s)	Review of Syncora Settlement Stipulation
13.	11/18/2013	2.0 hour(s)	Administrative Work - Fee Schedule
14.	11/19/2013	3.0 hour(s)	Confirmation Hearing and Phase II Trial
15.	11/25/2013	1.0 hour(s)	Administrative Work - Fee Applications
16.	11/26/2013	2.5 hour(s)	Call with UCC and Consenting Claimants
17.	11/26/2013	2.0 hour(s)	Review of Non-Government Loan Sales
18.	11/27/2013	3.0 hour(s)	Call with UCC and Consenting Claimants
November Total		46.5 hour(s)	

ResCap

Timekeeping

Total Hours: 83.0 hour(s)

Banker: Barak Klein

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	11/1/2013	4.0 hour(s)	Review and Analysis on FHA Sale
2.	11/3/2013	4.0 hour(s)	Review of Declaration Draft
3.	11/4/2013	1.0 hour(s)	Call with Debtors regarding FHA Sale
4.	11/5/2013	1.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
5.	11/6/2013	1.5 hour(s)	Call with Advisors regarding August Estate Update
6.	11/6/2013	1.0 hour(s)	Call with UCC Member regarding August Estate Update
7.	11/6/2013	2.0 hour(s)	Closing Phase I Hearing
8.	11/6/2013	4.0 hour(s)	Meeting with Advisors regarding Deposition Preparation
9.	11/7/2013	3.0 hour(s)	Weekly UCC Call/Meeting
10.	11/8/2013	2.0 hour(s)	Call with Advisors regarding Deposition Preparation
11.	11/8/2013	2.5 hour(s)	Review of Deposition Transcripts
12.	11/9/2013	3.0 hour(s)	Review of Complaints
13.	11/10/2013	4.5 hour(s)	Meeting with Advisors regarding Deposition Preparation
14.	11/13/2013	3.0 hour(s)	Weekly UCC Call/Meeting
15.	11/14/2013	1.0 hour(s)	Administrative Work - Review of Fees
16.	11/14/2013	3.0 hour(s)	Analysis on Distributable Value
17.	11/14/2013	2.5 hour(s)	Review of Syncora Settlement Stipulation
18.	11/15/2013	2.0 hour(s)	Hearing
19.	11/19/2013	5.0 hour(s)	Confirmation Hearing and Phase II Trial
20.	11/20/2013	2.0 hour(s)	Analysis on Unit Allocation
21.	11/20/2013	1.5 hour(s)	Confirmation Hearing and Phase II Trial
22.	11/20/2013	3.0 hour(s)	Review of Disputed Claims and Settlement Presentation
23.	11/21/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
24.	11/22/2013	3.0 hour(s)	Analysis on Settlements and PPI
25.	11/22/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
26.	11/25/2013	1.0 hour(s)	Administrative Work - Fee Applications
27.	11/25/2013	1.0 hour(s)	Analysis on Settlements and PPI
28.	11/25/2013	1.5 hour(s)	Confirmation Hearing and Phase II Trial
29.	11/26/2013	2.5 hour(s)	Call with UCC and Consenting Claimants
30.	11/26/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
31.	11/27/2013	3.0 hour(s)	Analysis on Distributable Value
32.	11/27/2013	3.0 hour(s)	Call with UCC and Consenting Claimants
33.	11/28/2013	2.0 hour(s)	Preparation of Presentation on Distributable Value
34.	11/29/2013	2.5 hour(s)	Review and Preparation of Presentation on Distributable Value
35.	11/30/2013	1.0 hour(s)	Review and Preparation of Presentation on Distributable Value
November Total		83.0 hour(s)	

ResCap

Timekeeping

Total Hours: 50.0 hour(s)

Banker: Syed Hasan

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	11/1/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
2.	11/3/2013	4.0 hour(s)	Review and Analysis on FHA Sale
3.	11/3/2013	4.0 hour(s)	Review of Declaration Draft
4.	11/4/2013	1.0 hour(s)	Call with Debtors regarding FHA Sale
5.	11/4/2013	3.0 hour(s)	Review of Confirmation Strategy Memo
6.	11/5/2013	4.5 hour(s)	Review and Preparation of Presentation on FHA Sale
7.	11/6/2013	2.5 hour(s)	Meeting with Advisors regarding Deposition Preparation
8.	11/7/2013	3.0 hour(s)	Weekly UCC Call/Meeting
9.	11/8/2013	2.0 hour(s)	Call with Advisors regarding Deposition Preparation
10.	11/10/2013	4.5 hour(s)	Meeting with Advisors regarding Deposition Preparation
11.	11/11/2013	3.0 hour(s)	Review of Declaration Draft
12.	11/13/2013	3.0 hour(s)	Weekly UCC Call/Meeting
13.	11/18/2013	1.0 hour(s)	Administrative Work - Interim Fee Applications
14.	11/19/2013	5.0 hour(s)	Confirmation Hearing and Phase II Trial
15.	11/26/2013	2.5 hour(s)	Call with UCC and Consenting Claimants
16.	11/26/2013	2.0 hour(s)	Review of Non-Government Loan Sales
17.	11/27/2013	3.0 hour(s)	Call with UCC and Consenting Claimants
November Total		50.0 hour(s)	

ResCap

Timekeeping

Total Hours: 112.5 hour(s)

Banker: Adam Waldman

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	11/1/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
2.	11/3/2013	4.0 hour(s)	Review of Declaration Draft
3.	11/4/2013	3.0 hour(s)	Review of Post-Trial Submissions / Expert Rebuttal Reports
4.	11/5/2013	3.5 hour(s)	Financial Analysis - Unit Allocation Scenarios
5.	11/5/2013	2.0 hour(s)	Review of Confirmation Strategy Memo
6.	11/6/2013	1.5 hour(s)	Call with Advisors regarding August Estate Update
7.	11/6/2013	1.0 hour(s)	Call with UCC Member regarding August Estate Update
8.	11/6/2013	2.0 hour(s)	Closing Phase I Hearing
9.	11/6/2013	4.0 hour(s)	Meeting with Advisors regarding Deposition Preparation
10.	11/7/2013	3.5 hour(s)	Administrative Work - Fee Applications
11.	11/7/2013	3.0 hour(s)	Weekly UCC Call/Meeting
12.	11/8/2013	2.0 hour(s)	Call with Advisors regarding Deposition Preparation
13.	11/8/2013	2.5 hour(s)	Review of Deposition Transcripts
14.	11/10/2013	3.5 hour(s)	Deposition Preparation
15.	11/10/2013	2.0 hour(s)	Internal Analysis regarding Precedent Cases
16.	11/10/2013	4.5 hour(s)	Meeting with Advisors regarding Deposition Preparation
17.	11/12/2013	1.0 hour(s)	Review of Impact of Impac Settlement
18.	11/13/2013	2.0 hour(s)	Review of Debtors' Updated Lifetime Cash Flows
19.	11/13/2013	3.0 hour(s)	Weekly UCC Call/Meeting
20.	11/14/2013	3.0 hour(s)	Administrative Work - Review of Fees
21.	11/14/2013	3.0 hour(s)	Analysis on Distributable Value
22.	11/15/2013	3.0 hour(s)	Administrative Work - Interim Fee Applications
23.	11/15/2013	2.0 hour(s)	Hearing
24.	11/19/2013	5.0 hour(s)	Confirmation Hearing and Phase II Trial
25.	11/20/2013	2.0 hour(s)	Analysis on Unit Allocation
26.	11/20/2013	1.5 hour(s)	Confirmation Hearing and Phase II Trial
27.	11/20/2013	3.0 hour(s)	Review of Disputed Claims and Settlement Presentation
28.	11/21/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
29.	11/21/2013	2.0 hour(s)	Preparation of Disputed Claims and Settlement Presentation
30.	11/22/2013	2.0 hour(s)	Administrative Work - Fee Applications
31.	11/22/2013	4.5 hour(s)	Analysis on Settlements and PPI
32.	11/22/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
33.	11/25/2013	3.0 hour(s)	Analysis on Settlements and PPI
34.	11/25/2013	2.0 hour(s)	Call with Financial Advisor regarding JSN
35.	11/25/2013	1.5 hour(s)	Confirmation Hearing and Phase II Trial
36.	11/26/2013	2.5 hour(s)	Call with UCC and Consenting Claimants
37.	11/26/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
38.	11/27/2013	4.5 hour(s)	Analysis on Distributable Value
39.	11/27/2013	3.0 hour(s)	Call with UCC and Consenting Claimants
40.	11/28/2013	4.5 hour(s)	Preparation of Presentation on Distributable Value
41.	11/29/2013	2.5 hour(s)	Review and Preparation of Presentation on Distributable Value
42.	11/30/2013	2.0 hour(s)	Review and Preparation of Presentation on Distributable Value
November Total		112.5 hour(s)	

ResCap

Timekeeping

Total Hours: 105.0 hour(s)

Banker: Ally Gibler

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	11/1/2013	1.0 hour(s)	Review of Confirmation Strategy Memo
2.	11/3/2013	2.0 hour(s)	Review and Analysis on FHA Sale
3.	11/3/2013	4.0 hour(s)	Review of Declaration Draft
4.	11/4/2013	1.0 hour(s)	Call with Debtors regarding FHA Sale
5.	11/4/2013	2.0 hour(s)	Review of Post-Trial Submissions / Expert Rebuttal Reports
6.	11/5/2013	3.5 hour(s)	Financial Analysis - Unit Allocation Scenarios
7.	11/5/2013	2.5 hour(s)	Review and Preparation of Presentation on FHA Sale
8.	11/5/2013	1.0 hour(s)	Review of Confirmation Strategy Memo
9.	11/6/2013	1.5 hour(s)	Call with Advisors regarding August Estate Update
10.	11/6/2013	1.0 hour(s)	Call with UCC Member regarding August Estate Update
11.	11/6/2013	2.0 hour(s)	Closing Phase I Hearing
12.	11/6/2013	4.0 hour(s)	Meeting with Advisors regarding Deposition Preparation
13.	11/7/2013	3.5 hour(s)	Administrative Work - Fee Applications
14.	11/7/2013	3.0 hour(s)	Weekly UCC Call/Meeting
15.	11/8/2013	2.0 hour(s)	Call with Advisors regarding Deposition Preparation
16.	11/10/2013	2.0 hour(s)	Internal Analysis regarding Precedent Cases
17.	11/10/2013	4.5 hour(s)	Meeting with Advisors regarding Deposition Preparation
18.	11/12/2013	1.0 hour(s)	Review of Impact of Impac Settlement
19.	11/13/2013	2.0 hour(s)	Review of Debtors' Updated Lifetime Cash Flows
20.	11/13/2013	3.0 hour(s)	Weekly UCC Call/Meeting
21.	11/14/2013	3.0 hour(s)	Administrative Work - Review of Fees
22.	11/14/2013	3.0 hour(s)	Analysis on Distributable Value
23.	11/15/2013	3.0 hour(s)	Administrative Work - Interim Fee Applications
24.	11/18/2013	3.0 hour(s)	Administrative Work - Fee Schedule
25.	11/18/2013	1.0 hour(s)	Administrative Work - Interim Fee Applications
26.	11/19/2013	5.0 hour(s)	Confirmation Hearing and Phase II Trial
27.	11/20/2013	2.0 hour(s)	Analysis on Unit Allocation
28.	11/21/2013	2.0 hour(s)	Preparation of Disputed Claims and Settlement Presentation
29.	11/22/2013	2.0 hour(s)	Administrative Work - Fee Applications
30.	11/22/2013	4.5 hour(s)	Analysis on Settlements and PPI
31.	11/22/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
32.	11/25/2013	3.0 hour(s)	Analysis on Settlements and PPI
33.	11/25/2013	2.0 hour(s)	Call with Financial Advisor regarding JSN
34.	11/25/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
35.	11/26/2013	2.5 hour(s)	Call with UCC and Consenting Claimants
36.	11/26/2013	2.0 hour(s)	Confirmation Hearing and Phase II Trial
37.	11/27/2013	4.5 hour(s)	Analysis on Distributable Value
38.	11/27/2013	3.0 hour(s)	Call with UCC and Consenting Claimants
39.	11/28/2013	4.5 hour(s)	Preparation of Presentation on Distributable Value
40.	11/29/2013	2.5 hour(s)	Review and Preparation of Presentation on Distributable Value
41.	11/30/2013	2.0 hour(s)	Review and Preparation of Presentation on Distributable Value
November Total		105.0 hour(s)	

ResCap

Summary of Hours - December 2013

Category	Hours
UCC Meetings / Calls	56.0
Other Meetings / Calls	51.5
Case Administration	30.0
Court Hearings / Filings / Depositions	28.0
Financial Analysis / Modeling / Internal Materials	97.5
RMBS Litigation Support	0.0
General Other	40.0
TOTAL	303.0

ResCap

Timekeeping

Total Hours: 31.0 hour(s)

Banker: Jared Dermont

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	12/3/2013	1.0 hour(s)	Review of Updated Roosevelt Bid
2.	12/3/2013	2.0 hour(s)	Status Conference
3.	12/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
4.	12/5/2013	2.0 hour(s)	Review of Funds Available for Distribution
5.	12/6/2013	2.0 hour(s)	Call with UCC Member regarding Unit Allocations
6.	12/7/2013	2.0 hour(s)	Review of Disputed Claims Reserve Motion
7.	12/8/2013	2.0 hour(s)	Administrative Work - Fee Schedule
8.	12/9/2013	2.0 hour(s)	Administrative Work - Fee Schedule
9.	12/10/2013	1.0 hour(s)	Financial Analysis regarding SUNs
10.	12/11/2013	2.0 hour(s)	Closing Arguments for Phase II Trial
11.	12/11/2013	3.0 hour(s)	Weekly UCC Call/Meeting
12.	12/12/2013	2.0 hour(s)	Financial Analysis regarding SUNs
13.	12/12/2013	2.0 hour(s)	UCC Call regarding Liquidating Trust
14.	12/13/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
15.	12/17/2013	2.0 hour(s)	Review of Unit Allocation with Advisors
December Total		31.0 hour(s)	

ResCap

Timekeeping

Total Hours: 18.0 hour(s)

Banker: Yadin Rozov

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	12/3/2013	4.0 hour(s)	Review of Updated Roosevelt Bid
2.	12/3/2013	2.0 hour(s)	Status Conference
3.	12/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
4.	12/9/2013	2.0 hour(s)	Administrative Work - Fee Schedule
5.	12/11/2013	2.0 hour(s)	Closing Arguments for Phase II Trial
6.	12/11/2013	3.0 hour(s)	Weekly UCC Call/Meeting
7.	12/12/2013	2.0 hour(s)	UCC Call regarding Liquidating Trust
December Total		18.0 hour(s)	

ResCap

Timekeeping

Total Hours: 16.0 hour(s)

Banker: Landon Parsons

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	12/3/2013	4.0 hour(s)	Review of Updated Roosevelt Bid
2.	12/3/2013	2.0 hour(s)	Status Conference
3.	12/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
4.	12/11/2013	2.0 hour(s)	Closing Arguments for Phase II Trial
5.	12/11/2013	3.0 hour(s)	Weekly UCC Call/Meeting
6.	12/12/2013	2.0 hour(s)	UCC Call regarding Liquidating Trust
December Total		16.0 hour(s)	

ResCap

Timekeeping

Total Hours: 46.5 hour(s)

Banker: Barak Klein

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	12/3/2013	1.0 hour(s)	Review of Updated Roosevelt Bid
2.	12/3/2013	2.0 hour(s)	Status Conference
3.	12/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
4.	12/6/2013	2.0 hour(s)	Call with UCC Member regarding Unit Allocations
5.	12/7/2013	2.0 hour(s)	Review of Disputed Claims Reserve Motion
6.	12/8/2013	2.0 hour(s)	Administrative Work - Fee Schedule
7.	12/8/2013	4.0 hour(s)	Analysis regarding Disputed Claims
8.	12/9/2013	2.0 hour(s)	Administrative Work - Fee Schedule
9.	12/9/2013	2.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
10.	12/10/2013	3.0 hour(s)	Financial Analysis regarding SUNs
11.	12/10/2013	3.0 hour(s)	Internal Analysis regarding Unit Allocations
12.	12/10/2013	2.0 hour(s)	Review of Other GUCs Claims
13.	12/11/2013	2.0 hour(s)	Closing Arguments for Phase II Trial
14.	12/11/2013	3.0 hour(s)	Weekly UCC Call/Meeting
15.	12/12/2013	3.0 hour(s)	Review of Unit Allocation with Advisors
16.	12/12/2013	1.5 hour(s)	Call with Advisors regarding Unit Allocations
17.	12/12/2013	2.0 hour(s)	Financial Analysis regarding SUNs
18.	12/12/2013	2.0 hour(s)	UCC Call regarding Liquidating Trust
19.	12/13/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
20.	12/17/2013	2.0 hour(s)	Review of Unit Allocation with Advisors
December Total		46.5 hour(s)	

ResCap

Timekeeping

Total Hours: 29.5 hour(s)

Banker: Syed Hasan

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	12/2/2013	2.5 hour(s)	Financial Analysis for UCC Member regarding Estate Update
2.	12/3/2013	2.0 hour(s)	Status Conference
3.	12/4/2013	2.0 hour(s)	Financial Analysis for UCC Member regarding Estate Update
4.	12/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
5.	12/5/2013	2.0 hour(s)	Review of Funds Available for Distribution
6.	12/7/2013	2.0 hour(s)	Review of Disputed Claims Reserve Motion
7.	12/8/2013	2.0 hour(s)	Administrative Work - Fee Schedule
8.	12/9/2013	2.0 hour(s)	Administrative Work - Fee Schedule
9.	12/11/2013	2.0 hour(s)	Closing Arguments for Phase II Trial
10.	12/11/2013	3.0 hour(s)	Weekly UCC Call/Meeting
11.	12/12/2013	2.0 hour(s)	UCC Call regarding Liquidating Trust
12.	12/13/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
13.	12/17/2013	2.0 hour(s)	Review of Unit Allocation with Advisors
December Total		29.5 hour(s)	

ResCap

Timekeeping

Total Hours: 82.0 hour(s)

Banker: Adam Waldman

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	12/2/2013	2.5 hour(s)	Financial Analysis for UCC Member regarding Estate Update
2.	12/3/2013	3.0 hour(s)	Analysis regarding Disputed Claims
3.	12/3/2013	2.0 hour(s)	Call with UCC Advisors regarding Settlements
4.	12/3/2013	2.0 hour(s)	Status Conference
5.	12/4/2013	2.0 hour(s)	Financial Analysis for UCC Member regarding Estate Update
6.	12/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
7.	12/5/2013	4.0 hour(s)	Review of Funds Available for Distribution
8.	12/6/2013	2.0 hour(s)	Call with UCC Member regarding Unit Allocations
9.	12/6/2013	2.5 hour(s)	Call with UCC Member's Advisor regarding Unit Allocations
10.	12/6/2013	2.5 hour(s)	Financial Analysis for UCC Member regarding Estate Update
11.	12/6/2013	2.0 hour(s)	Review of Unit Allocation with Advisors
12.	12/7/2013	3.0 hour(s)	Analysis regarding Disputed Claims
13.	12/7/2013	2.0 hour(s)	Review of Disputed Claims Reserve Motion
14.	12/8/2013	2.0 hour(s)	Administrative Work - Fee Schedule
15.	12/8/2013	4.0 hour(s)	Analysis regarding Disputed Claims
16.	12/8/2013	3.0 hour(s)	Administrative Work - Fee Applications
17.	12/9/2013	2.0 hour(s)	Administrative Work - Fee Schedule
18.	12/9/2013	4.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
19.	12/10/2013	1.0 hour(s)	Call with Debtors regarding Other GUCs Claims
20.	12/10/2013	3.0 hour(s)	Financial Analysis regarding SUNs
21.	12/10/2013	3.0 hour(s)	Internal Analysis regarding Unit Allocations
22.	12/10/2013	3.0 hour(s)	Review of Other GUCs Claims
23.	12/11/2013	2.0 hour(s)	Administrative Work - Fee Applications
24.	12/11/2013	2.5 hour(s)	Calls with UCC Member's Advisor regarding Unit Allocations
25.	12/11/2013	2.0 hour(s)	Closing Arguments for Phase II Trial
26.	12/11/2013	3.0 hour(s)	Weekly UCC Call/Meeting
27.	12/12/2013	3.0 hour(s)	Review of Unit Allocation with Advisors
28.	12/12/2013	1.5 hour(s)	Call with Advisors regarding Unit Allocations
29.	12/12/2013	3.5 hour(s)	Financial Analysis regarding SUNs
30.	12/12/2013	2.0 hour(s)	UCC Call regarding Liquidating Trust
31.	12/13/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
32.	12/17/2013	2.0 hour(s)	Review of Unit Allocation with Advisors
December Total		82.0 hour(s)	

ResCap

Timekeeping

Total Hours: 80.0 hour(s)

Banker: Ally Gibler

Restructuring Case: ResCap

Entry Number:	Date	Total Hours	Description
1.	12/2/2013	2.5 hour(s)	Financial Analysis for UCC Member regarding Estate Update
2.	12/3/2013	3.0 hour(s)	Analysis regarding Disputed Claims
3.	12/3/2013	2.0 hour(s)	Call with UCC Advisors regarding Settlements
4.	12/3/2013	2.0 hour(s)	Status Conference
5.	12/4/2013	2.0 hour(s)	Financial Analysis for UCC Member regarding Estate Update
6.	12/4/2013	3.0 hour(s)	Weekly UCC Call/Meeting
7.	12/5/2013	4.0 hour(s)	Review of Funds Available for Distribution
8.	12/6/2013	2.0 hour(s)	Call with UCC Member regarding Unit Allocations
9.	12/6/2013	2.5 hour(s)	Call with UCC Member's Advisor regarding Unit Allocations
10.	12/6/2013	2.5 hour(s)	Financial Analysis for UCC Member regarding Estate Update
11.	12/6/2013	2.0 hour(s)	Review of Unit Allocation with Advisors
12.	12/7/2013	3.0 hour(s)	Analysis regarding Disputed Claims
13.	12/7/2013	2.0 hour(s)	Review of Disputed Claims Reserve Motion
14.	12/8/2013	2.0 hour(s)	Administrative Work - Fee Schedule
15.	12/8/2013	4.0 hour(s)	Analysis regarding Disputed Claims
16.	12/8/2013	3.0 hour(s)	Administrative Work - Fee Applications
17.	12/9/2013	4.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
18.	12/10/2013	1.0 hour(s)	Call with Debtors regarding Other GUCs Claims
19.	12/10/2013	3.0 hour(s)	Financial Analysis regarding SUNs
20.	12/10/2013	3.0 hour(s)	Internal Analysis regarding Unit Allocations
21.	12/10/2013	3.0 hour(s)	Review of Other GUCs Claims
22.	12/11/2013	2.0 hour(s)	Administrative Work - Fee Applications
23.	12/11/2013	2.5 hour(s)	Calls with UCC Member's Advisor regarding Unit Allocations
24.	12/11/2013	2.0 hour(s)	Closing Arguments for Phase II Trial
25.	12/11/2013	3.0 hour(s)	Weekly UCC Call/Meeting
26.	12/12/2013	3.0 hour(s)	Review of Unit Allocation with Advisors
27.	12/12/2013	1.5 hour(s)	Call with Advisors regarding Unit Allocations
28.	12/12/2013	3.5 hour(s)	Financial Analysis regarding SUNs
29.	12/12/2013	2.0 hour(s)	UCC Call regarding Liquidating Trust
30.	12/13/2013	3.0 hour(s)	Financial Analysis - Unit Allocation Scenarios
31.	12/17/2013	2.0 hour(s)	Review of Unit Allocation with Advisors
December Total		80.0 hour(s)	

EXHIBIT C

Residential Capital, LLC

September 2013 Expense Report Detail

Date Processed	Type	Individual	Description	Amount
8/13/2013	Courier	Gibler	Fee Apps Delivery through FedEx	16.70
8/13/2013	Courier	Gibler	Fee Apps Delivery through FedEx	16.70
7/9/2013	Courier	Gibler	Fee Apps Delivery through FedEx	16.69
8/18/2013	Meals	Gibler	Seamless Web Overtime Meals: 8/8/13	20.00
8/18/2013	Meals	Gibler	Seamless Web Overtime Meals: 8/6/13	20.00
8/18/2013	Meals	Gibler	Seamless Web Overtime Meals: 8/10/13	20.00
9/1/2013	Meals	Gibler	Seamless Web Overtime Meals: 8/21/13	20.00
9/1/2013	Meals	Gibler	Seamless Web Overtime Meals: 8/27/13	20.00
9/15/2013	Meals	Gibler	Seamless Web Overtime Meals: 9/12/13	20.00
9/15/2013	Meals	Gibler	Seamless Web Overtime Meals: 9/13/13	20.00
9/15/2013	Meals	Gibler	Seamless Web Overtime Meals: 9/11/13	20.00
9/29/2013	Meals	Gibler	Seamless Web Overtime Meals: 9/23/13	20.00
9/29/2013	Meals	Gibler	Seamless Web Overtime Meals: 9/20/13	20.00
10/13/2013	Meals	Klein	Seamless Web Overtime Meals: 10/3/13	20.00
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 8/1/13	20.00
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 8/3/13	15.68
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 8/4/13	20.00
10/13/2013	Meals	Klein	Seamless Web Overtime Meals: 10/2/13	20.00
10/13/2013	Meals	Klein	Seamless Web Overtime Meals: 10/7/13	20.00
10/13/2013	Meals	Gibler	Seamless Web Overtime Meals: 10/7/13	20.00
10/13/2013	Meals	Gibler	Seamless Web Overtime Meals: 10/8/13	20.00
10/13/2013	Meals	Gibler	Seamless Web Overtime Meals: 10/10/13	20.00
10/13/2013	Meals	Gibler	Seamless Web Overtime Meals: 10/11/13	20.00
10/13/2013	Meals	Gibler	Seamless Web Overtime Meals: 10/9/13	20.00
8/4/2013	Meals	Hasan	Seamless Web Overtime Meals: 8/1/13	19.15
9/9/2013	Meals	Gibler	Seamless Web Overtime Meals: Weekends	20.00
8/4/2012	Meals	Shiu	Seamless Web Overtime Meals: Weekends	12.25
8/21/2013	Meals	Waldman	Seamless Web Overtime Meals: Weekends	5.95
12/3/2012	Printing & Presentations	Gibler	In-sourced Document Production ¹	7.58
8/21/2013	Taxi	Dermont	Taxi - Working Late	262.09
9/25/2013	Taxi	Dermont	Taxi - Working Late	245.79
8/29/2013	Taxi	Dermont	Taxi - Working Late	266.41
8/10/2013	Taxi	Gibler	Taxi - Working Late	13.20
8/4/2013	Taxi	Gibler	Taxi - Working Late	11.30
10/7/2013	Taxi	Gibler	Taxi - Working Late	12.50
10/4/2013	Taxi	Gibler	Taxi - Working Late	12.50
10/3/2013	Taxi	Gibler	Taxi - Working Late	16.80
10/2/2013	Taxi	Gibler	Taxi - Working Late	10.20
10/1/2013	Taxi	Gibler	Taxi - Working Late	18.00
9/30/2013	Taxi	Gibler	Taxi - Working Late	11.90
9/26/2013	Taxi	Gibler	Taxi - Working Late	13.80
9/25/2013	Taxi	Gibler	Taxi - Working Late	13.80
9/24/2013	Taxi	Gibler	Taxi - Working Late	10.80
9/23/2013	Taxi	Gibler	Taxi - Working Late	12.50
9/13/2013	Taxi	Gibler	Taxi - Working Late	14.88
9/12/2013	Taxi	Gibler	Taxi - Working Late	12.50
9/11/2013	Taxi	Gibler	Taxi - Working Late	13.20
9/10/2013	Taxi	Gibler	Taxi - Working Late	11.30
9/9/2013	Taxi	Gibler	Taxi - Working Late	11.40
9/6/2013	Taxi	Gibler	Taxi - Working Late	16.00
9/5/2013	Taxi	Gibler	Taxi - Working Late	11.90
9/4/2013	Taxi	Gibler	Taxi - Working Late	18.00
9/3/2013	Taxi	Gibler	Taxi - Working Late	11.90
8/29/2013	Taxi	Gibler	Taxi - Working Late	8.90
8/16/2013	Taxi	Gibler	Taxi - Working Late	12.50
8/13/2013	Taxi	Gibler	Taxi - Working Late	17.30
8/5/2013	Taxi	Gibler	Taxi - Working Late	13.10
10/8/2013	Taxi	Gibler	Taxi - Working Late	13.20
8/1/2013	Taxi	Hasan	Taxi - Working Late	9.35
8/19/2013	Taxi	Klein	Taxi - Working Late	142.23
9/26/2013	Taxi	Klein	Taxi - Working Late	142.23
10/9/2013	Taxi	Klein	Taxi - Working Late	142.23
10/7/2013	Taxi	Klein	Taxi - Working Late	142.23
10/2/2013	Taxi	Parsons	Taxi - Working Late	7.80
8/21/2013	Taxi	Waldman	Taxi - Working Late	23.50
TOTAL				\$2,122.92

Note: Pre-September expenses are included above due to time required for internal processing

1. Printing and Presentations costs do not exceed 10 cents per page or the actual expense incurred

Residential Capital, LLC

October 2013 Expense Report Detail

Date Processed	Type	Individual	Description	Amount
11/22/2013	Legal Fees	Latham & Watkins	Preparation of Interim Fee Application	\$606.00
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 7/25/13	20.00
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 7/22/13	20.00
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 7/27/13	20.00
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 7/26/13	20.00
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 7/30/13	20.00
8/4/2013	Meals	Gibler	Seamless Web Overtime Meals: 7/23/13	20.00
10/4/2013	Meals	Gibler	Seamless Web Overtime Meals: Weekends	20.00
8/29/2013	Meals	Gibler	Seamless Web Overtime Meals: Weekends	11.57
10/14/2013	Printing & Presentations	Gibler	In-sourced Document Production ¹	39.00
10/16/2013	Printing & Presentations	Gibler	In-sourced Document Production ¹	131.08
11/4/2013	Printing & Presentations	Gibler	In-sourced Document Production ¹	52.80
8/28/2013	Printing & Presentations	Hasan	In-sourced Document Production ¹	120.25
9/23/2013	Printing & Presentations	Gibler	In-sourced Document Production ¹	440.20
9/23/2013	Printing & Presentations	Gibler	In-sourced Document Production ¹	90.90
10/2/2013	Printing & Presentations	Gibler	In-sourced Document Production ¹	151.50
10/17/2013	Taxi	Gibler	Taxi - Working Late	44.84
10/28/2013	Taxi	Gibler	Taxi - Working Late	14.30
11/10/2013	Taxi	Gibler	Taxi - Working Late	9.25
11/3/2013	Taxi	Gibler	Taxi - Working Late	10.10
10/10/2013	Taxi	Gibler	Taxi - Working Late	11.30
11/7/2013	Taxi	Gibler	Taxi - Working Late	14.40
10/24/2013	Taxi	Gibler	Taxi - Working Late	16.20
11/4/2013	Taxi	Gibler	Taxi - Working Late	10.80
10/9/2013	Taxi	Gibler	Taxi - Working Late	16.10
11/3/2013	Taxi	Gibler	Taxi - Working Late	11.25
11/11/2013	Taxi	Gibler	Taxi - Working Late	13.80
8/28/2013	Taxi	Gibler	Taxi - Working Late	14.40
10/24/2013	Taxi	Hasan	Taxi - Working Late	15.50
10/22/2013	Taxi	Hasan	Taxi - Working Late	13.00
11/14/2013	Taxi	Klein	Taxi - Working Late	9.50
11/7/2013	Taxi	Klein	Taxi - Working Late	9.50
10/29/2013	Taxi	Klein	Taxi - Working Late on Weekend	142.23
10/29/2013	Taxi	Klein	Taxi - Working Late on Weekend	142.23
11/14/2013	Taxi	Klein	Taxi - Working Late	9.00
10/10/2013	Taxi	Waldman	Taxi - Working Late	22.00
TOTAL				\$2,333.00

Note: Pre-October expenses are included above due to time required for internal processing

1. Printing and Presentations costs do not exceed 10 cents per page or the actual expense incurred

Residential Capital, LLC

November and December 2013 Expense Report Detail

Date Processed	Type	Individual	Description	Amount
10/8/2013	Courier	Gibler	Fee Apps Delivery through FedEx	\$16.76
10/8/2013	Courier	Gibler	Fee Apps Delivery through FedEx	16.76
11/30/2013	Meals	Gibler	Seamless Web Overtime Meals: 10/16/13	20.00
11/30/2013	Meals	Hasan	Seamless Web Overtime Meals: 10/22/13	20.00
11/30/2013	Meals	Gibler	Seamless Web Overtime Meals: 10/21/13	20.00
11/30/2013	Meals	Gibler	Seamless Web Overtime Meals: 10/15/13	20.00
11/18/2013	Taxi	Klein	Taxi - Working Late: 11/06/13	176.56
11/18/2013	Taxi	Klein	Taxi - Working Late: 11/10/13	142.23
11/18/2013	Taxi	Klein	Taxi - Working Late: 11/10/13	142.23
11/18/2013	Taxi	Klein	Taxi - Working Late: 11/15/13	142.23
TOTAL				\$716.77

Note: Pre-November and Pre-December expenses are included above due to time required for internal processing

EXHIBIT D

I. Fees Pursuant to Engagement Letter Under Notice Of Application Pursuant To Sections 328 And 1103 Of The Bankruptcy Code And Federal Rule Of Bankruptcy Procedure 2014 For An Order To Retain And Employ Moelis & Company LLC As Investment Banker To The Official Committee Of Unsecured Creditors To The Debtors, Nunc Pro Tunc, To May 16, 2012 (Docket #0529)

Month	Amount	Comment
May 2012	\$116,129.03	■ Per page 2 of Initial Engagement Letter. Monthly Fee of \$225,000.00 pro-rated from May 16, 2012
June 2012	225,000.00	
July 2012	225,000.00	
August 2012	225,000.00	
September 2012	225,000.00	
October 2012	225,000.00	
November 2012	225,000.00	
December 2012	225,000.00	
January 2013	225,000.00	
February 2013	225,000.00	
March 2013	225,000.00	
April 2013	225,000.00	
May 2013	225,000.00	
June 2013	225,000.00	
July 2013	225,000.00	
August 2013	225,000.00	
September 2013	225,000.00	
October 2013	225,000.00	
November 2013	225,000.00	
December 2013	225,000.00	
Restructuring Fee	7,750,000.00	
Total	\$12,141,129.03	

II. Fees Pursuant to Engagement Letter Under Notice Of Supplemental Application Pursuant to Sections 328 And 1103 Of the Bankruptcy Code and Federal Rule Of Bankruptcy Procedure 2014 for an Order to Expand the Scope Of Retention of Moelis & Company LLC as Investment Banker to the Official Committee of Unsecured Creditors Of the Debtors Nunc Pro Tunc to August 1, 2012 (Docket #1303)

Month ¹	Amount	Comment
August 2012	\$600,000.00	■ Per page 2 of Supplemental Engagement Letter. Initial RMBS Claims Monthly Fee
September 2012	600,000.00	
October 2012	300,000.00	
November 2012	300,000.00	
December 2012	300,000.00	
January 2013	300,000.00	
February 2013	300,000.00	
March 2013	300,000.00	
April 2013	300,000.00	
May 2013	300,000.00	
Total	\$3,600,000.00	

1. Pursuant to page 2 of the engagement letter, the monthly fee for August and September was \$600,000. For each subsequent month, the monthly fee will be \$300,000 per month until the time in which the Committee

notifies Moelis in writing that it no longer requires Moelis to perform services with respect to the RMBS Claims (the "Adjusted RMBS Claims Monthly Fee")

III. Out-of-Pocket Expenses

Month	Amount	Comment
May 2012 - July 2012	\$17,354.97	■ Per May through July 2012 monthly invoice
August 2012	2,839.75	■ Per August 2012 monthly invoice
September 2012	3,833.19	■ Per September 2012 monthly invoice
October 2012	9,280.90	■ Per October 2012 monthly invoice
November 2012	2,343.08	■ Per November 2012 monthly invoice
December 2012	3,164.29	■ Per December 2012 monthly invoice
January 2013	7,548.72	■ Per January 2013 monthly invoice
February 2013	1,594.07	■ Per February 2013 monthly invoice
March 2013	4,030.60	■ Per March 2013 monthly invoice
April 2013	2,631.72	■ Per April 2013 monthly invoice
May 2013	3,855.11	■ Per May 2013 monthly invoice
June 2013	3,318.36	■ Per June 2013 monthly invoice
July 2013	2,011.62	■ Per July 2013 monthly invoice
August 2013	1,339.08	■ Per August 2013 monthly invoice
Supplemental	9,840.33	■ Per Supplemental interim invoice
September 2013	2,122.92	■ Per September 2013 monthly invoice
October 2013	2,333.00	■ Per October 2013 monthly invoice
November 2013 - December 2013	716.77	■ Per November 2013 - December 2013 monthly invoice
Less: Objected Expenses	(8,905.05)	
Total	\$71,253.43	

IV. CoreLogic, LLC Expenses

Month	Amount	Comment
October	\$179,273.58	■ Per October 2012 monthly invoice
Total	\$179,273.58	

V. Total Fees and Expense

Item	Amount	Comment
Amount of Compensation Sought	\$15,741,129.03	■ Sum of totals under I and II above
Less: Monthly Fee Crediting	(1,125,000.00)	
Amount of expense reimbursement sought	250,527.01	■ See III above
Total	\$14,866,656.04	■ Per Final Interim Application (see attached)